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The Momentum The Opportunity

Prepared to create the ***DIGITAL LIFELINE***

2018

AKSH OPTIFIBRE LIMITED

ANNUAL REPORT

Aksh's Ophthalmic lens production facility Kahrani, Rajasthan (INDIA)

Content

Corporate Overview

Chairman
Dr. Kailash S. Choudhari

Deputy Managing Director
Mr. Satyendra Gupta

Directors
Mr. Amrit Nath
Mr. B. R. Rakhecha
Ms. Devika Raveendran
Mr. Gauri Shankar

Chief-Corporate Affairs & Company Secretary
Mr. Gaurav Mehta

Chief Financial Officer
Mr. Pawan Kumar Gambhir

Bankers
Union Bank of India
Punjab National Bank
HDFC Bank Limited

Auditors
B G G & Associates
Statutory Auditors

K. G. Goyal & Associates
Cost Auditors

S. C. Kwatra & Co.
Internal Auditors

Pooja Anand & Associates
Secretarial Auditors

Corporate Office
A-25, 2nd Floor,
Mohan Co-operative Industrial Estate
Mathura Road, New Delhi-110044.
Ph.: 011-49991700-710

Registered Office
F-1080, RIICO Industrial Area, Phase –III
Bhiwadi, Rajasthan-301019.
Ph.: 01493-221333
www.akshoptifibre.com
CIN No. L24305RJ1986PLC016132

Registrar and Share Transfer Agents
Karvy Computershare Private Limited,
Karvy Selenium, Tower-B, Plot no. 31-32,
Gachibowli, Financial District, Nanakramguda,
Hyderabad – 500032

Plant Locations :

1. **Optical Fibre & Optical Fibre Cable Manufacturing Division, Bhiwadi, Rajasthan, India.**
F-1075-1081, RIICO Industrial Area, Phase-III,
Bhiwadi, Rajasthan – 301019

2. **FRP Manufacturing Division, Reengus, Rajasthan, India.**
SP-47 Shree Khatu Shyamji Industrial Complex,
Reengus, District Sikar (Rajasthan)

3. **Ophthalmic Lens Production Division, Kahrani, Rajasthan India**
A-56, Kahrani, Bhiwadi-301019, Rajasthan, INDIA

4. **FRP & Optical Fibre Cable Manufacturing Division, Silvassa, India.**
Survey No.: 2/2/1, Village Karad, Madhuban Dam Road,
Silvassa-396230, U. T. of Dadra & Nagar Haveli. India
(Manufacturing division of Aksh Composites Pvt. Ltd. Wholly owned subsidiary of the company)

5. **FRP Manufacturing Division, Jafza, UAE.**
Plot No. S10914, PO Box. 17267, Jebel Ali,
Free Trade Zone, UAE
(Manufacturing division of AOL FZE, wholly owned subsidiary of Company)

6. **Optical Fibre Cable Manufacturing Division, Mauritius.**
Industrial Zone Trianon -1721-10, Mauritius
(Manufacturing division of Aksh Technologies (Mauritius) Ltd, Wholly owned subsidiary of company)

7. **FRP Manufacturing Division, Jiangsu, China**
Factory No. 01 , Machinery Industrial Park, The East of
Bajing Road, Danyang Economic Development Zone.
Jiangsu Province China.
(Manufacturing division of AOL Composites (Jiangsu) Co. Ltd, wholly owned subsidiary of AOL FZE, Dubai, UAE) (yet to be operational)

8. **Optical Fibre Manufacturing Division**
Plot No. S-30121B, Jabel Ali, Free Zone, Dubai (UAE)
(Manufacturing division of AOL Technologies FZE, wholly owned subsidiary of Company) (yet to be operational)

9. **Service Division**
1Stop Aksh Division & Network Operating Centre
The Diamond, 4th Floor, Urbana Jewels, Opp. SEZ Road,
Muhana Terminal Market, Sanganer, Jaipur-302029

Vision & Mission

YoY Revenue up by	22% ↑
YoY EBITDA up by	41% ↑
YoY PBT up by	79% ↑

REVENUE

₹ 627 Crore

Achieved Highest Ever Consolidated Revenue in FY18

Operating EBITDA

₹76 Crore

Achieved Highest Ever EBITDA in FY18

VISION

Become a global leader in enabling simple, innovative smart living

MISSION

OF / OFC

Strive to be the most efficient 'OF' & 'OFC' producer through innovation

FRP

Sustain global leadership in FRP Rod Business

Services

To develop, engage and participate in promoting products and services which smarten Peoples life

Ophthalmic lens production in Kahrani Plant.

Aksh Optifibre Limited.

One amongst the few Indian Optical Fibre companies with multi Location Optical Fibre and Optical Fibre Cable manufacturing operations.

Only facility in India having manufacturing of both Optical fibre and Optical Fibre Cable at one location.

One of the few Indian optical Fibre Cable companies to have reported significant growth trajectory in the last few years.

One of select Optical Fibre companies to have successfully executed the Capacity expansions in a given set timelines.

One of the few Indian optical Fibre Cable companies, capable of manufacturing High fibre count cables i.e., 512F, 768F, 864F, 1080F and 1728F Cables.

OPERATIONS

The Company is vertically integrated with Optical Fibre and Optical Fibre Cable capacity housed under one single manufacturing facility and is one amongst the largest Optical Fibre Cable manufacturers in the nation. The Company's operations are also diversified with FRP rods, with a sizable capacity and coupled with the only ophthalmic Lens manufacturing facility in the country, the company is also undertaking e-Governance services, which includes 10,000 plus e-Governance kiosks in the state of Rajasthan, India.

CUSTOMERS

The Company is engaged in serving wholesale and institutional sales, marked by long-standing relationships with institutional buyers comprising globally-respected brands and wholesale trade channel partners. The Company has also been supplying Optical Fibre Cable to the nation's defence sector for the last few years. It also won tender to Design, Build and Manage eminent Jaipur smart city project.

PRODUCTS

The Company's core manufacturing comprises Optical Fibre; Optical Fibre Cable, Fibre Reinforced plastic Rods(Which is mainly used at strength membrane in OFC). Company has also recently diversified into field of Opthalmic lens manufacturing.

SYSTEMS

The Company invested in Occupational Health and Safety Management (OHSAS), Environment Management System (EMS) and ISO Certifications .

Diversfied Global Presence

With global presence and its customer reach in more than 70 countries, across 6 Continents, Aksh has strategically located its international production facilities to enhance its customer experience and provide global logistical advantage and just in time serving its customers.

Our corporate office is located in New Delhi, India. Our globally present manufacturing facilities are mainly driven by process automation that enables precision and greater quality.

Lean Organisation Structure

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AKSH OPTIFIBRE LIMITED

BUSINESS SEGMENTS

Manufacturing
- Optical Fibre
- Optical Fibre Cable
- FRP Rods
- I Glass Roving

Services (1Stop Aksh)
- e-Governance
- Banking Correspondence

Network Projects
- FTTx
- Smart City / Turnkey Solutions

New Business Initiatives
- Ophthalmic Lenses
- Energy Efficient Products

SUBSIDIARIES

AKSH COMPOSITES PVT. LTD.,SILVASSA
Manufacturing of : **OFC & FRP Rods**

Aksh Technologies (Mauritius) LTD
Manufacturing of **OFC**

AOL Technologies FZE (Dubai, UAE)
Manufacturing of : **Optical Fibre**

AOL FZE (Dubai, UAE)
Manufacturing of : **FRP Rods**

AOL COMPOSITES (JIANGSU) CO. LTD., CHINA
Manufacturing of : **FRP Rods**

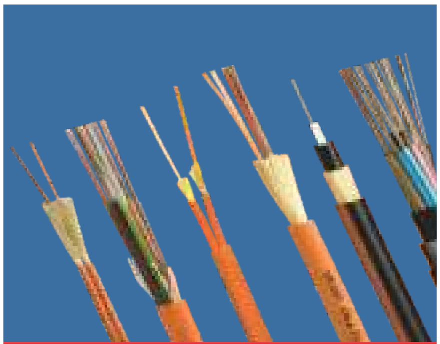
Successfully Commissioned Additional **1.5 Mn FKM of Optical Fibre Drawing Capacity** in Bhiwadi Manufacturing Facility in FY18.

Successfully Commissioned Additional **4.5 Mn FKM of Optical Fibre Cable** Manufacturing Capacity in Bhiwadi Facility in FY18.

Aksh's
Product Portfolio

Optical Fibre

- Current optical Fibre drawing Capacity of 3 Mn FKM in Bhiwadi Manufacturing Facility.
- Upcoming 4 Mn FKM of Optical Fibre Drawing Capacity In Dubai, U.A.E



Optical Fibre Cable

- Current Optical Fibre Cable Manufacturing Capacity of 10.7 Mn FKM In Total
- Silvassa OFC Capacity of 1 Mn FKM and Mauritius OFC Capacity Of 0.7 Mn FKM Also Got Operational In June 2018

FRP / ARP Rods

- Total FRP Production Capacity Of 3.8 Mn KM Currently
- China FRP Manufacturing Capacity Of 0.4 Mn KM To Be Commissioned In September 2018
- AKSH's FRP Manufacturing Facilities in
  a). Reengus Rajsathan India.
  b). Silvassa, India.
  c). Jafza Dubai, U.A.E

Ophthalmic Lenses

- Production Facility In Kahrani, Rajasthan, India
- Current operational Capacity of 25 Mn Pair of Lenses Per Annum
- Lenses Capacity Expandable To 70 Mn Pair of Lenses Per Annum in Future

FRP Plant Reengus, Rajasthan (India)

Sustainability from Cyclicality

World over Optic Fibre sector has been traditionally cyclical.

However, during the last few years, the unprecedented cyclical Up-trend was marked by the extended Fibre demand globally on the one hand coupled with extensive increase in operating capacities on the other.

Aksh Optifibre Limited responded to this challenging sectoral reality with proactive preparedness.

Enhanced capacities. Widened product portfolio. Moderated costs. Diversified geographical presence.

The result is that even as the sector passes through its most dramatic times,

Aksh Optifibre will emerge as India's fastest growing Optical Fibre company.

And all because we narrowed our focus down to four words.

Harnessing Momentum with Opportunity....

The differentiating factor at Aksh, will pronounce outstanding outcomes.

Successfully commissioned additional Optical Fibre Capacity of ***1.5 Mn FKM*** *in Bhiwadi Plant Facility*

Successfully commissioned additional Optical Fibre Cable Capacity of ***4.5 Mn FKM*** *in Bhiwadi Plant Facility*

Strategic Augmentation of ***1 Mn FKM*** *Optical Fibre Cable capacity in Silvassa Manufacturing Facility successfully commissioned.*

Commissioning of ***0.7 Mn FKM*** *Optical Fibre Cable capacity in Mauritius, unleashing impetus for global manufacturing endeavours and establishing footprint by being nearest to our customers.*

First batch of Ophthalmic Lens being successfully rolled out from our Kahrani Plant Facility, with quality being well accepted and welcomed by the market.

4 Mn FKM

Optical Fibre Capacity expected to be commissioned in Jafza, Dubai in January 2019

0.4 Mn KM

FRP Capacity expected to be commissioned in Jiangsu, China in September 2018

Board Of Directors

Dr Kailash S. Choudhari

Chairman

Key founding member of Aksh Optifibre Ltd. He is responsible for spearheading the Company to its current levels of success. His strategic leadership ensures company's future relevance, credibility, and viability. His timely strategic initiatives has lead the company to remarkable performance in a short timespan. He also brings with him more than three decades experience of enabling mobility and future technologies.

Mr. Satyendra Gupta

Deputy Managing Director

A Fellow Member of the Institute of Chartered Accountants of India, with over 31 years' of experience in the field of Accounting, Taxation, Strategic Financial Management, Mergers and Fund raising both domestic and international. Possess Business forte in Planning & Execution required to achieve business targets in tandem with Corporate Mandate.

Mr. B.R. Rakhecha

Non Executive Non Independent Director

With experience of 40 years in various areas of Operations of the Company, viz – a - viz, manufacturing, production, industrial relations, general administration and marketing operations of cable manufacturing units. Possess Excellent Relationship Management skills to directly interact and move business with the higher government authorities, Directors, Chairmen, Owners and Principals of major clients.

Mr. Gauri Shankar
Independent Director

A Chartered Associate of Indian Institute of Banker, having approximately 4 decades of experience in the field of Finance and Banking. Mr. Shankar was previously holding the position of Managing Director and Chief Executive Officer of Punjab National Bank. He has led a large number of projects in private and public sector including Central / State Government, Multi-lateral funding agencies, state utilities, PSUs, etc.

Mr. Amrit Nath
Independent Director

A qualified Economist M.A. (Eco) from the Delhi School of Economics, with specialization in Industrial Economics, and has approximately 40 years experience in International Banking/ Financial Services. Transformational Business Leader with experience in leading step change and turning around businesses.

Ms. Deevika Raveendran
Independent Woman Director

A qualified LL.M from the prestigious National Law School of India University (NLSIU). With rich experience of corporate structuring, company administration, Business conceptualization to developing and implementing business strategy, regulatory compliances, Philanthropy and CSR initiatives

Chairman's Letter

Prepared for Tomorrow

> "Your Company is focused towards sustainable business growth

Dear Shareholders,

At Aksh, it is our core belief that sustained success is the outcome of a Company's ability to reinvent and re-imagine. Aligned to this conviction, FY 2018 was a period of relooking at every aspect of business functioning. It was a year wherein we reset our strategy, direction and processes in response to a changing industry landscape, embracing the new while not losing sight of our values and purpose. Driven by these changes, as we look towards FY 2019, we are distinctly better positioned for growth and value-creation.

Live Smart

Chairman's Letter ...

At a time when the market environment continues to be buoyant, we have recalibrated our expansion plans to focus on profitable network expansion. This strategy does not in any way dilute our intention to be present where adequate opportunities exist. Fiber being the most suitable medium for carrying high amount of data over long distances, making it indispensable for future data networks. Global data traffic is set to triple over next five years on higher number of connected devices, increasing video consumption, and surging data consumption per unit led by higher data speeds. We believe that global trend of increasing fiber consumption to cater to strong data growth will continue benefitting optic fiber cable manufacturers.

Success of Aksh is owed primarily to the Digital India mission launched by the Prime Minister of India Shri Narendra Modi with an objective of connecting rural areas with high-speed Internet, with over one lakh villages linked with optical fibre, 121 crore mobile phones, 120 crore Aadhaar and 50 crore internet users, India is best placed to leverage the power of technology and leap-frog into the future while ensuring empowerment of every citizen.

We expect fiber rollout in India to increase significantly as the government continues to invest in building networks to bridge the digital divide and strengthen the country's defense networks, coupled with mobile operators who are investing massively in improving backhaul to cater to burgeoning data demand, along with the broadband service providers aggressively expand fiber installations to cater to high speed data by using FTTH/FTTB. Earlier, investment in fiber optic network in India had languished as voice usage penetration relied significantly on 2G technology, which typically leveraged microwave backhaul instead of fiber optic backhaul. Also, implementing fiber optic network was expensive due to Right-of-Way (RoW) issues. Relatively, China is supposed to be deploying 13.7x more OFC per annum due to higher penetration of broadband subscribers. However, India is currently witnessing multiple push factors driving OFC deployment, such as, government's push to improve rural broadband connectivity and surge in data consumption driving more 4G BTS, leading to higher fiberisation of networks.

As per Cisco Visual Networking Index (VNI) projections, it is estimated that global IP traffic to nearly triple from 2016 to 2021. Growth in global data continues unabated with higher number of connected devices, increasing smartphones penetration, surging data consumption per unit led by higher data speeds and coupled with increasing video consumption. Emerging applications, such as, Blockchain technology, internet video surveillance, Virtual Reality (VR) and Augmented Reality (AR) would also drive data growth. Overall, IP traffic is expected to grow to 278 EB per month by 2021, up from 96 EB per month in 2016, at burgeoning CAGR of 23.7%.

At Aksh we invested proactively in capability building to achieve scalability and integration coupled with cost optimization and inclusiveness. Hence, we are pleased to share that Optical Fibre and Optical Fibre Cable operations in Bhiwadi plant have gained significant traction despite economic headwinds. Going from strength to strength, we remain confident that this impressive performance is the harbinger of even bigger highs in the coming years. In addition, we inspired and empowered our shopfloor teams to leverage their years of manufacturing experience to conduct efficiency enhancing experiments, liberating them from the responsibility of failure while rewarding them with the credit of success. The result of this cultural evolution was an increase in measured risk-taking; improvements became continuous; shopfloor competitions revolved around on who could do it better, faster and more economically; costs began to decline faster than ever; a transfer of experiences across our plants transformed these from unit-centric gains into organizational achievement.

Looking ahead, our focus will be on profitable growth, and this perspective shall guide the decisions we make across all our business operations. Further, the strong emphasis we are placing on technology, business excellence and of course, customer-centricity along with cost rationalization which enables us to look to the future with confidence. With our people being the fountainhead of our competitive advantage, we remain committed to their empowerment and providing them with an enriching workplace.

I would like to take this opportunity to thank all our stakeholders for the trust they have reposed in us. I also remain grateful to Board Members for their continued support. While we move forward to realise our goals, we are not leaving our past behind – we are taking it with us on our next step of the journey.

Dr. Kailash S. Choudhari
Chairman

At Aksh Optifibre Ltd, we are attractively placed to capitalise on this prospect starting with the FY 2018-19. We believe that India will see an appreciable increase in fibre consumption in 2018-19.

DMD'S Letter

Dear Shareholders,

It is with great pleasure we present the Company's Annual Report for the Financial year 2017-18. Last year has been the best performing year in the Company's history with the highest ever production, turnover and EBITDA. This has been made possible due to overall increased capacities across all verticals viz OF, OFC and FRP. We exited the financial year by running at optimal capacity utilization in most of our product segments, onus of this success goes to the committed customer demand that supported our current capacity-expansion initiatives. Considering the major Capex being already done and is now behind us, we believe it's the opportune time for us to harness the benefit of the same in the years to come. We also expect to see the supplementary benefits of our capacity expansion initiatives in the financial year 2019 and beyond as our production ramps up further. We feel confident about our progress so far and considering the bright industry future prospects, along with conscious proactive efforts already being undertaken by your Company, we expect to scale further heights and are committed to deliver rightful value to all our stakeholders. Also, company's Jaipur smart City project, which is expected to get completed within schedule, will leverage real and feasible technologies through sustainable business models and will have a direct and measurable impact on citizens, service delivery, business, and governance operations.

At Aksh we are attractively placed to capitalise on this prospect starting with the FY 2019. We believe that India will see an appreciable increase in fibre consumption in coming years. Currently, India has approximately 1.5 million kms of OFC, and less than one-fourth of the towers are fibre-connected. In order to expand mobile and broadband connectivity across the country, it is necessary to explore and utilise the opportunities presented by next-generation-networks like 5G.

It would be critical to focus on fixed infrastructure development initiatives related to fibre deployment. The convergence of a cluster of revolutionary technologies including 5G, the cloud, IOT and data analytics, along with a growing start-up community, promise to accelerate and deepen its digital engagement, opening up a new horizon of opportunities. As the world prepares for what is increasingly being called as the fourth industrial revolution, India, and indeed every single sector of its economy, need to be readied to embrace this wave. A robust, competitive landscape, which ensures availability of new communications technologies, services and applications, is central to the growth of GDP, productivity and creation of new jobs in the economy Your Company continues to be uniquely positioned to meet this growing demand for Optical fibre and has embarked upon setting up new OF manufacturing facility at JAFZA, Dubai., which will be operational during FY2019.

The Company is fully committed to Corporate Social Responsibility (CSR), and believes in giving something to the society at large to enable holistic development of communities. Through its CSR Projects it has contributed towards education, environment and women empowerment. It has been running several sustainability projects for a few years and continued to do so this year. The Company's flagship project ShikshaHamaraSwabhiman through which it is imparting quality Computer education to the future generation of India leverage the Company's technology capability.

I on behalf of my colleagues on the Board wish to express my earnest thanks to all stakeholders for believing in the Company. I would also take this opportunity to express my sincere gratitude to all my fellow colleagues at all levels for their dedicated efforts and hard work. Your Company had a great year and look forward to your continued support in the coming years.

Satyendra Gupta

Deputy Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion And Analysis

Industry Structure and Developments

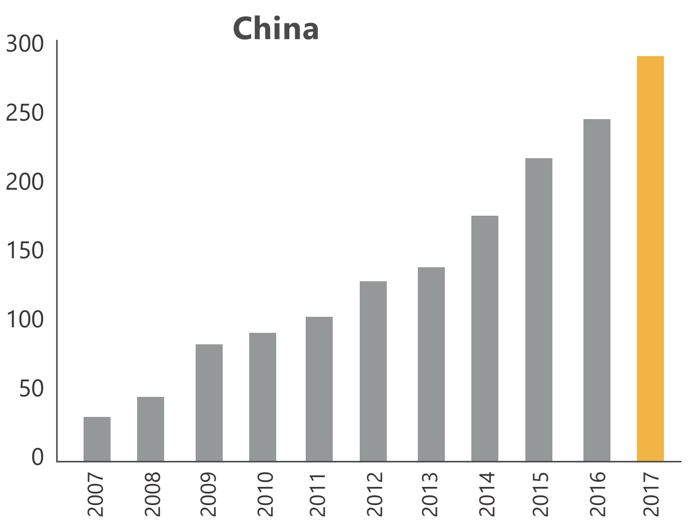
GLOBAL INDUSTRY SCENARIO

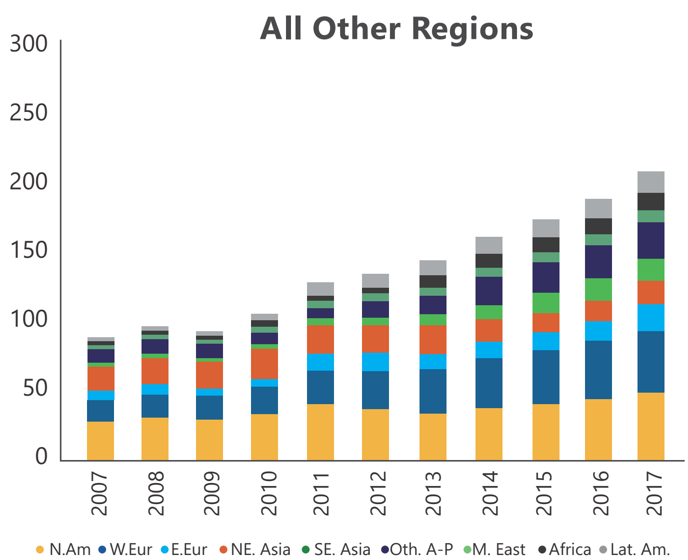
According to the World Bank forecasts global economic growth is expected to edge up to 3.1 percent in 2018 after a much stronger-than-expected 2017, as the recovery in investment, manufacturing, and trade continues, and as commodity-exporting developing economies benefit from firming commodity prices. Growth in advanced economies is expected to moderate slightly to 2.2 percent in 2018, as central banks gradually remove their post-crisis accommodation and as an upturn in investment levels off. Growth in emerging market and developing economies as a whole is projected to strengthen to 4.5 percent in 2018, as activity in commodity exporters continues to recover.

Considering the global trend of increasing fiber consumption to cater to strong data growth will continue benefitting optic fiber cable manufacturers and optical networking products companies. Fiber being the most suitable medium for carrying high amount of data over long distances, making it indispensable for future data networks. Global data traffic is set to triple over next five years on higher number of connected devices, increasing video consumption, and surging data consumption per unit led by higher data speeds. Consequently, telecom operators are upgrading their networks by deploying more fiber.

China was 58% market of the world optical cable market in 2017

Annual Installations of optical cable by region, Million F-Km





Data : CRU International

THE INDIA STORY

As per the World Economic Situation and Prospects 2018 report of the United Nations, the Indian economy is projected to grow at 7.2 per cent in 2018-19 and 7.4 per cent in 2019-20. The report indicates that the outlook for India remains largely positive, underpinned by robust private consumption and public investment as well as ongoing structural reforms.

Disruptions caused by the two structural changes — demonetisation and the GST — are wearing off and optimism in domestic demand is soaring because of which Indian economy is poised to grow faster than expected in the year 2018 against the backdrop of rising trade protectionism, increasing crude oil prices and volatile market conditions. While India in 2017 seen its GDP growth slumping to a three-year-low mainly due to destocking ahead of the GST implementation, the second half of the year picked up at a growth rate of 7.2%. Multiple macro-economic factors show a turn-around of the Indian economy in the year 2018. three pillars that will help Indian economy to grow at a faster rate in 2018 will be

- **Improved domestic conditions-** India's jump on World Bank's Ease of Doing Business Index is helping build optimism in India's story and is consequently attracting more investors to the country. The GST is also taking Indian economy slowly and steadily towards greater formalisation.

- **Increased infrastructure spending initiatives-** The government in the Budget 2018 allocated a massive Rs 5.97 lakh crore to infrastructural development. With this the country aims to pave more than 80,000 kms of roads by March 2022, making India's infrastructural development laudable.

- **Recovery in global demand to boost India's growth-** The global economy has turned a corner, with demand rising robustly since late-2016 and it is likely to accelerate further. More than 75% of the world economy is now enjoying an upswing, with forecasts anticipating global growth to rise to 3.6% in 2017 and 3.7% in 2018, from 3.2% in 2016. Growth in advanced economies is at its fastest in three years

E-mitra plus machine, at Aksh's e-mitra Kiosk.

OFC market in India has grown at a Compounded Annual Growth Rate (CAGR) of

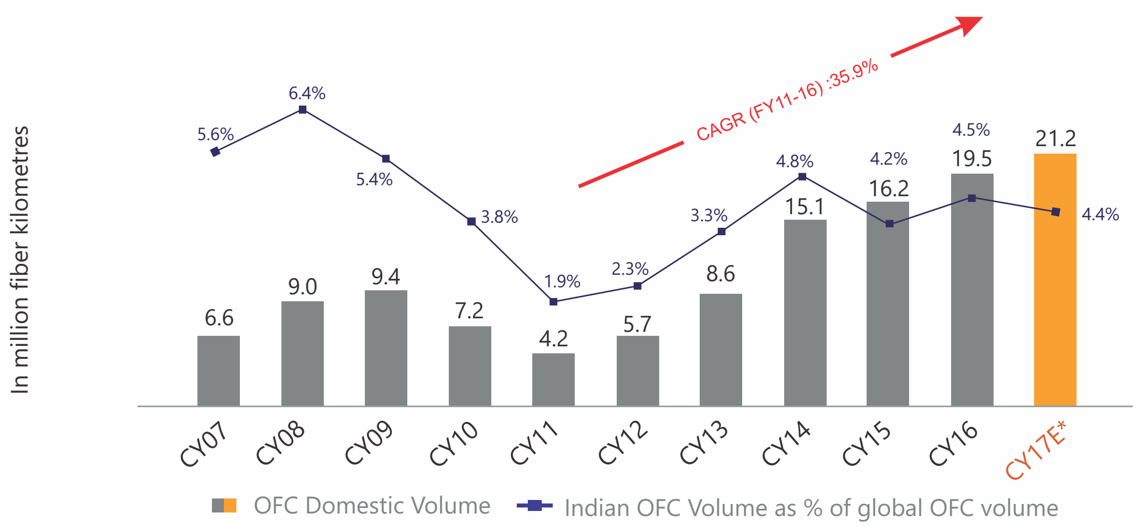
12.8%

during the period CY 07-17.

As far as fiberization is considered India is at the cusp of strong fiber growth as the Government continues to invest in building networks to bridge the digital divide and strengthen the country's defence networks, while the telecom operators are deploying fiber to improve backhaul to cater to burgeoning data demand. It can safely be understood that fiber optic cable manufacturer and optical networking products company are well poised to benefit from impending growth in fiber optic networks.

With annual volumes of around 21.2 million fiber km in CY 17, the OFC market in India has grown at a Compounded Annual Growth Rate (CAGR) of 12.8% during the period CY 07-17.Further, the growth of OFC market in the recent past has been faster driven by the growth of telecom and introduction of new technologies in the sector. OFC market reported more than 5x growth in volume terms between CY 11-17, growing at a CAGR of 35.9% as shown in Figure 1.

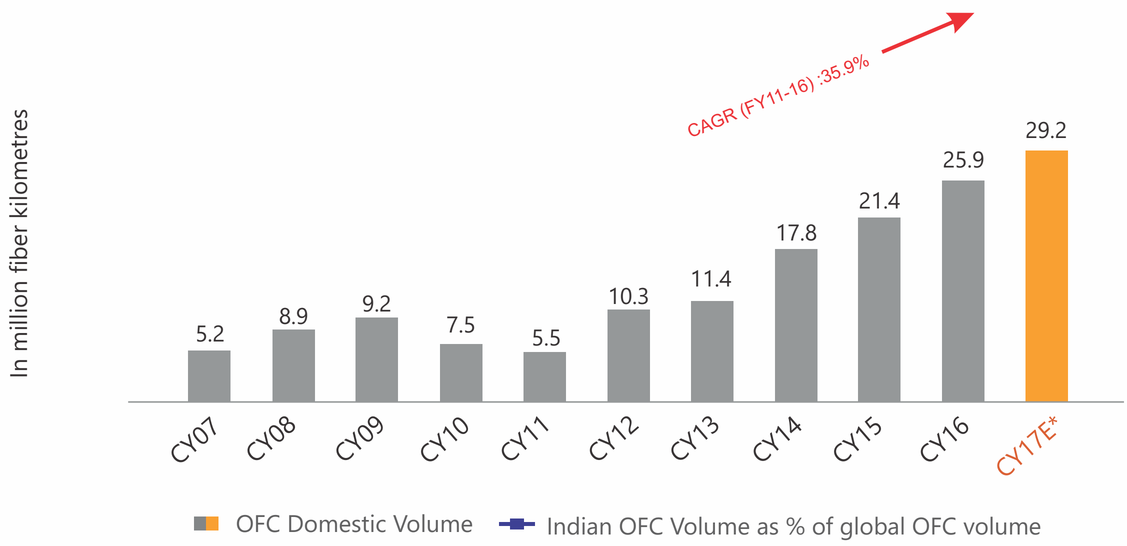
Figure 1 : Demand for Optical Fiber Cable in India



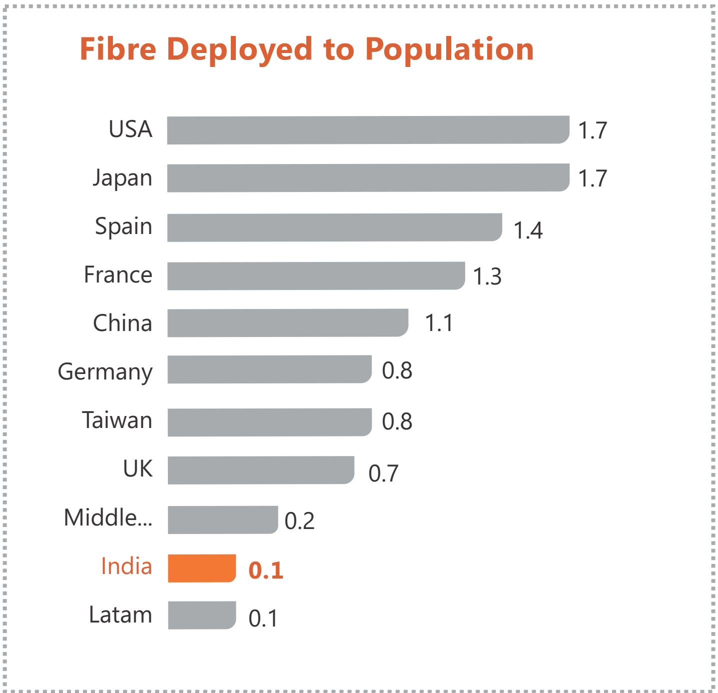
1Stop Aksh e-Mitra Kiosk in Rajasthan, India

Today's India's share in the Global OF and OFC demand stands at 5.6% and 4.5% as of CY 17 with the global demands for OF and OFC reported at 534 and 493 million fibre kilometres, respectively. In value terms, the Indian OF and OFC market can be estimated to be close to USD 166 million and USD 369 million as of CY17.

Figure 2 : Demand for Optical Fiber India



Opportunity Roadmap for Fiber Optics in India: India is expected to be amongst the fastest growing OF, OFC market in the world. This is because of its low fiber-to-population ratio despite having the second largest internet user base, as reported in Figure 3.Thus, the country's low fiberization levels provide various investment avenues for OFC manufacturers.



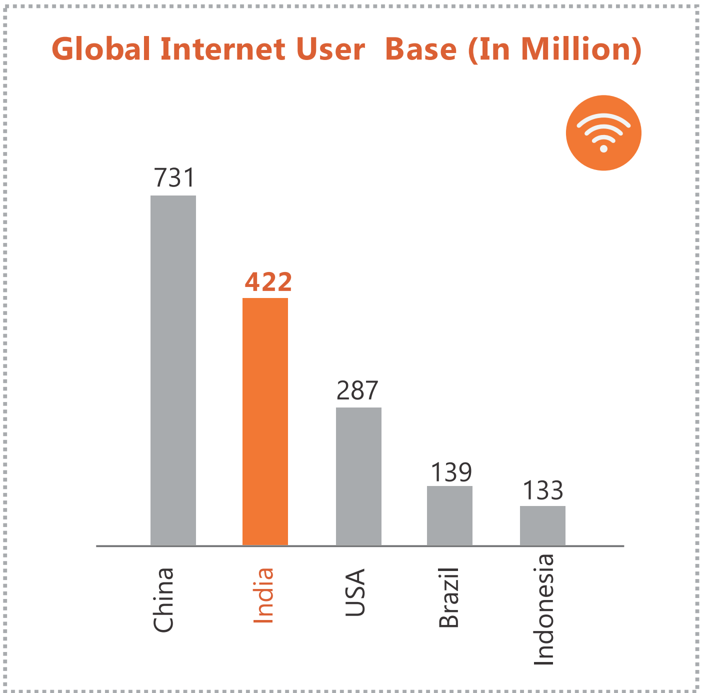


Figure 3: Fiber Deployed to Populationand Internet User Base across the Globe

Further, the Indian Internet of Things (IoT) market is estimated to rise by about 28% during CY 15-20, driven by key initiatives of the government like Digital India, Smart Cities, and Make in India. Around 1.9 billion devices are likely to be connected in India by 2023, further increasing the demand of data consumption across these connected devices. Moreover, growing technological advancements and rise in the number of data centers is expected to positively influence Indian OFC market over the next few years.

In line with this reported rise in requirement for fiber connectivity, the Indian OFC volumes are expected to reach 35.93 million fiber kilometres by CY 21 growing at a CAGR of over 13% during CY 16-21. In tandem with this, the OF demand is also expected to grow supported by a historic 5-year growth of 36.3% (between CY 16-21) and a projected double- digit OFC growth.

In value terms, the domestic OFC market is expected to reach USD 424 million by 2020 growing at CAGR of 3.5% during CY 16-20. In line with this, the the outlook for OF and FRP markets in India is also expected to be positive supporting the rising domestic OFC market.

The Indian Internet of Things (IoT) market is estimated to rise by about 28% during CY 15-20, driven by key initiatives of the government like Digital India, Smart Cities, and Make in India


Ophthalmic Lens Curing Process at Kahrani Plant

State Of The Art, Ophthalmic Lens Testing Facility In Kahrani, Rajasthan, India

Smart Cities:

Smart Cities Mission is an urban renewal programme by Government of India with a mission to develop around 100 smart cities by 2022in the country and invest over USD 15 billion. Advanced use of information and communication are a basic requirement to leverage new technologies and deliver smart solutions for energy, transportation and waste management. Also, various communities in urban planning of public parks and recreation areas, museums, restaurants, business space, multiplex, etc. require strong and reliable communication network which need OFCs. Further, development of Surveillance and Intelligent Traffic Management Systems, vehicle number plate reading, traffic signal violation detection, information kiosks, etc. will also require high speed data connectivity. Therefore, making optic fibre essential in this breakthrough initiative by the government.

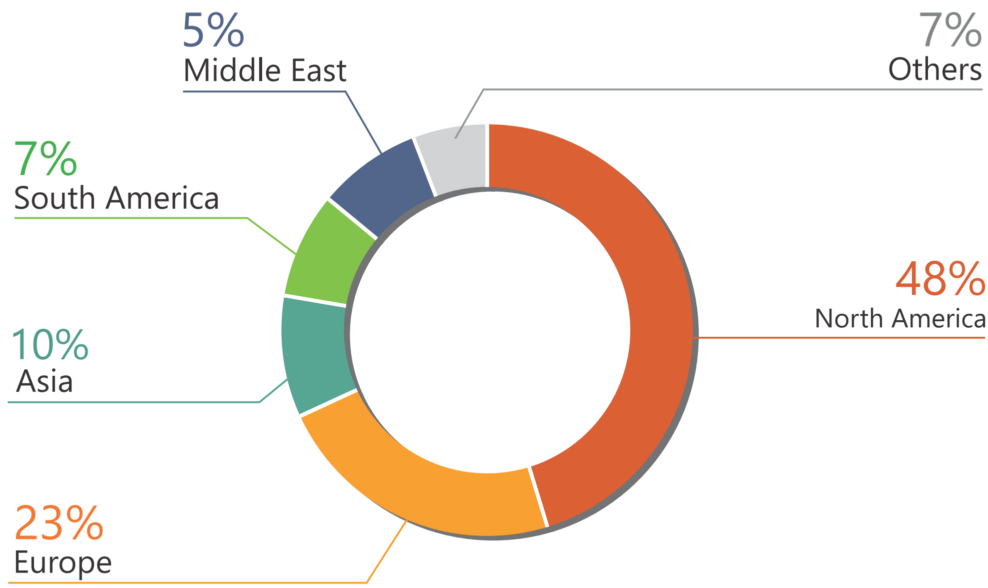
Your company has successfully designed & implemented Jaipur smart city project. The project is supposed to get completed within the planned timelines. The entire network will be delivered soon and is expected to go live by second quarter of FY19.

FRP Rods

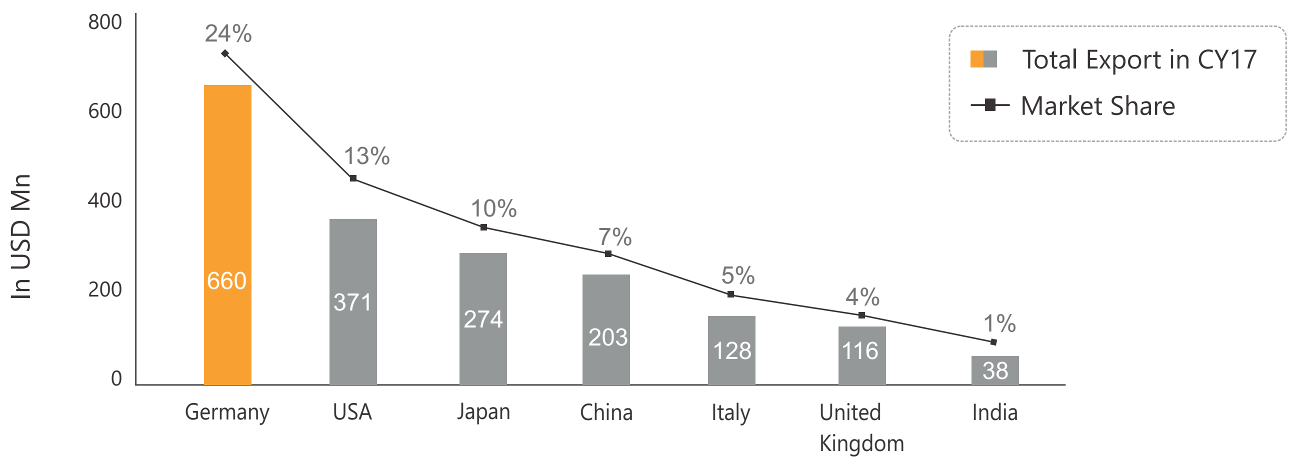
North America and EU are major export markets for FRP rods for India followed by Asia, South America and Middle East region.USA is the single largest market for Indian FRP exports. Belgium, Spain, Germany, France and Italy are the major markets in EU region, whereas Russia, Japan, Brazil and Turkey are trading partners for Indian players in other markets. Further, UAE and Saudi Arabia are potential markets in Middle East region.

FRP Plant Reengus, Rajasthan, India

Major export markets for FRP rods in CY17



Major exporting countries for FRP rods in CY17



Germany, USA, Japan and China are the major exporters of FRP rods across the world covering almost 55% of total exports of FRP rods. India's share stands close to 1%and has potential to grow in double digits in the future.

Having all our FRP manufacturing facilities which are ISO 9001 and ISO 14001 certified, Aksh has emerged as one of the largest global FRP rod producer with a sizable market share, supplying its FRP rods to most of the major Optcal Fibre Cable manufacturers across the globe. The biggest revenue generating market for FRP in sales in 2016-2017 has been North America, standing at 38% of the revenue mix, closely followed by Europe and Middle East.

The two key raw materials, optical fibre and FRP rod, constituting 70% of cost of optical fibre cables are manufactured in house. All our FRP manufacturing facilities are ISO 9001 and ISO 14001 certified.

Company planned expansion in FRP manufacturing facilities and diverse sales network in more than 40 countries across 6 continents is expected to increase substantially, whereby undertaking ongoing capacity expansion by more than 2 times of existing capacity. Company currently has FRP manufacturing facilities in Reengus (Rajasthan), Dubai at JAFZA and Silvassa. Company has successfully setup an FRP production facility in Jiangsu (China), which will be commissioned for commercial production very shortly.

> **The biggest revenue generating market for FRP in sales in CY 2017 has been North America, standing at 38% of the revenue mix, closely followed by Europe and Middle East.**

Opportunities and Threats.

Strengths:

- Globally Recognized Key Player in Optical Fiber Cable market
- Higher business growth rate and revenue
- State-of-the-art Manufacturing Facilities
- Quality product line
- Formidable e-Governance Presence
- Leading Turnkey Service Provider

Weaknesses:

- Global Logistics & Freight Challenges
- Risk involved in entering EPC space for Mega Projects

Opportunities:

- Indian Telecom sector has one of the fastest growing user base in the world
- Government initiatives such as "Make in India" and "
- Digital India"
- Nationwide connectivity projects and Large Smart Cities Project
- GST enhancing business efficiency

Threats:

- The entry of global Large Scale EPC service providers in the Indian landscape
- Political and Economic instability in EU and South East Asia

FRP Manufacturing Plant in Jafza, Dubai, UAE

Outlook

Mobile data access has been the key driver of internet penetration and data consumption, especially in emerging countries like India and China. As telecom operators upgrade networks to increase data speeds and capacity, they will require higher proportion of the network to be connected via fiber. For the primarily voice focused 2G networks, only 2-4% towers are required to be fiberised as bulk of the voice traffic can be carried on low-cost microwave backhaul.

Indian operators have relied primarily on microwave backhaul as getting Right of Way (RoW) in India has been difficult and economics for fiber network for voice is unfavourable. But, 3G network requires 15-18% of the sites to be fiberised, while 4G requires 65-75% of the network to be fiberised. Advent of 5G will require not only 100% of the network to be fiberised, but also significant densification of the network and fiberised fronthaul investments to support the Cloud Radio Access Network (C-RAN) architecture. Thereon, we expect telecom operators to increase investments towards fiberisation of networks to augment data capacity to meet future demand. In comparison, China has been deploying 13.7x more OFC per annum due to higher penetration of broadband subscribers. However, we expect India's fiber rollout to increase significantly as The government continues to invest in building networks to bridge the digital divide and strengthen the country's defence networks. Mobile operators are investing in improving backhaul to cater to burgeoning data demand. Broadband service providers aggressively expand fiber installations to cater to high speed data by using FTTH/FTTB.

FRP Manufacturing Plant in Reengus, Rajasthan, India

Human Capital & Best Practices

The prime objective of Aksh's human resource function is employee engagement and development. To achieve success and profitability, the company leverages its greatest asset – its intellectual capital.

PROCESSES

- Automated Processes
- Effective Business Partnering
- Organization Benchmarking & Restructuring

ENGAGEMENT

- Result Orientation by means of Work From Anywhere Policy
- Fun Committees
- Work Flexibility

CULTURE

- Internal Engagement score=4.07/5
- Open Door Policy
- Decision Making by consensus
- Flat Organization- No Designations only levels
- Transparency by means of Effective Policy Adherence

TALENT

- External Trainings for HiPots
- Rigorous Skill development through CFTs
- Campus Drives at Premier institutes

REWARDS

- Highly Defined Goal setting exercise
- Equal weightages to Business Team & Individual Goals Pay For Performance
- Competitive Payouts

Leadership development :

The Company promoted activities that enhanced leadership quality and management through training. With effective steps taken to identify and nurture the potential talent to bring about self efficacy, the Company has taken numerous initiatives for leadership management.

Performers with potential are identified with the objective to create a leadership pipeline at every level of the organization.

Training and workshops:

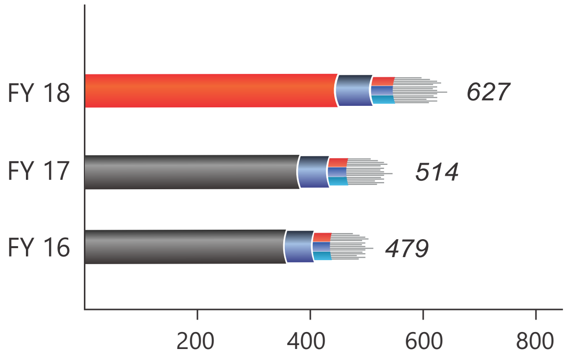
People with different level of experience and education become part of Aksh and the Company consistently invests in the training of its employees within the Company and beyond, growing the team's learning curve. For an important reason: it believes that its people are the most important assets providing sustained growth over the long-term. The Individual Performance Assessment Parameter(IPAP) initiative was launched to strengthen individual competencies, coinciding with the Business Performance Assessment Parameters(BPAP) resulted in optimum contribution of the individual employee towards achieving the comprehensive business goals

Our flat organizational structure that has 4 levels - Process member, Process associate, Process leader and CXOs – helps us reach out any member of the organization seamlessly. This flat and flexible structure also helps us to come up with a 'qualified consensus' as we get to share and receive knowledge/ opinions from varied employees in the organization and arrive at decisions that are unbiased, insight-backed and beneficial for the organization in the long-term.

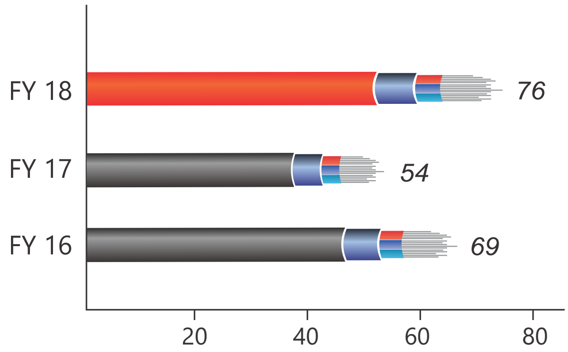
We are a performance-driven organization that has a focus on the results and fulfilling the shareholder value. That said, with our result-oriented work approach, we have 'work from anywhere' policy that encourages our people to work effectively, comfortably, and with confidence. Our rewards schemes and remuneration are at par with the industry standards, and we value meritocracy – giving weightages to Business teams and individual goals.

Financial Highlights

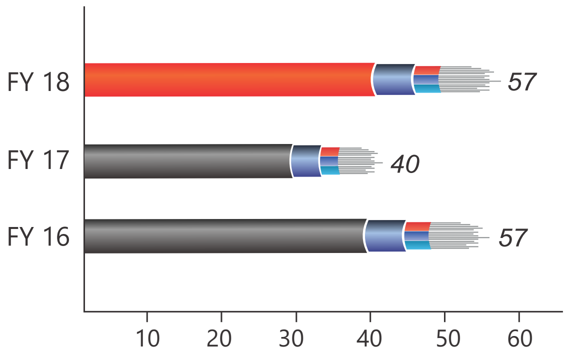
Revenue



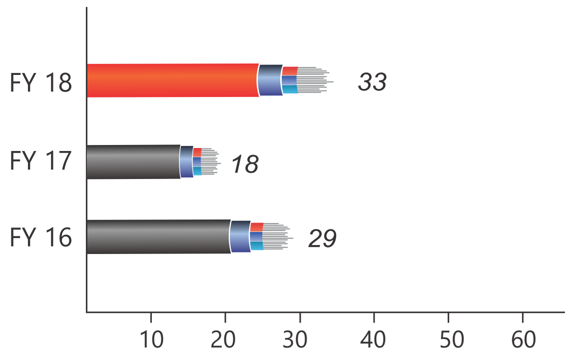
EBITDA



EBDT



PBT



Note : All Figures in Inr/Crores

22%
YOY Revenue Up

41%
YOY EBITDA Up

79%
YOY PBT Up

Achieved Growth in All Financial & Operational Spheres

Highest ever Production across all manufacturing products Viz. OF/OFC/FRP

Achieved highest ever standalone annual turnover of **Rs. 589.39 Crore**

Achieved highest ever consolidated annual turnover of **Rs. 624.82 Crore**

Highest Ever Government sales in the Country during FY 2017-18 among all OFC Players in Industry

First in the Country to complete BSNL Order for supply of optical fibre cable

Appointed as National Level Banking Correspondent by **Bank of Baroda**

Live Smart

Financial Performance

Source of Funds

1. Share Capital

Presently, the Company has only one class of shares – equity shares of par value Rs. 5/- each. Authorized share capital is Rs. 26,005.00 lakhs, divided into 5,201.00 lakhs equity shares of Rs.5/-each. The issued, subscribed and paid up capital stood at Rs. 8,134.90 lakhs as at March 31, 2018, as compared to Rs. 8,133.25 lakhs as at March 31, 2017.

2. Other Equity

Capital Reserve

The balance as at March 31, 2018 amounted to Rs.2,223.35 Lakhs, same as at March 31, 2017

Securities Premium

The balance as at March 31, 2018 amounted to Rs. 33,064.11 lakhs, same as at March 31, 2017

Retained Earnings

There is a net surplus of Rs. 5,760.14 lakhs in the Retained Earnings as at March 31, 2018, as compared to net surplus of Rs. 3,477.61 lakhs at March 31, 2017.

During the year ended March 31, 2018, the Company earned a net profit after tax of Rs 2280.71 lakhs, as compared to Rs. 1372.56 lakhs during the year ended March 31, 2017.

Shareholder funds

The total shareholder funds increased to Rs. 49,182.50 lakhs on March 31, 2018 as compared to Rs. 46,899.98 lakhs as at March 31, 2017

The book value per share increased to Rs. 30.23 as on March 31, 2018, as compared to Rs. 28.83 as at March 31, 2017.

Application of Funds

3. Property, Plant and Equipment

Addition to gross block

During the year ended March 31, 2018, an amount of Rs. 9,525.68 lakhs were added to gross block of fixed assets including CWIP as compared Rs. 4,535.36 lakhs, during the previous year ended March 31, 2017.

Deductions to gross block

During the year ended March 31, 2018, assets aggregating Rs.1882.74 lakhs were sold as compared to Rs. 31.62 Lakhs, as at March 31, 2017.

Capital expenditure commitments

The Company has a capital commitment (net of advances) of Rs. 850.49 lakhs as at March 31, 2018 as compared to Rs. 4,830.89 lakhs as at March 31, 2017.

4. Loans (current and non-current)

Loans includes security deposits amounted to Rs. 258.39 lakhs, loan and advances to related party Rs. 6,946.77 lakhs and loan and advances to others Rs. 350 lakhs as at March 31, 2018, as compared to security deposits amounted to Rs. 236,05.39 lakhs, loan and advances to related party Rs. 4581.42 lakhs and loan and advances to others Rs. 350 lakhs as at March 31, 2017.

5. Trade Receivables (current and non-current)

Trade receivables were Rs. 21,267.14 lakhs as at March 31, 2018 as compared to Rs. 15,565.14 lakhs as at March 31, 2017 which are considered good and realizable. Debtors are at 36.08% of gross revenues, representing 132 days of gross revenues for the year ended March 31, 2018, as compared to 32.56 % of gross revenues representing 119 days of the gross revenues for the previous year ended March 31, 2017.

6. Other financial Assets (current and non-current)

Margin money deposits pledged with banks as security for various facilities, are having a carrying amount of Rs 512.49 lakhs as at March 31, 2018 as compared to Rs. 1082.01 lakhs as at March 31, 2017. Interest accrued includes Rs. 36.89 lakhs on fixed deposits and Rs. 58.21 lakhs on other deposits as at March 31, 2018, as compared to Rs. 40.66 lakhs and Rs. 157.96 lakhs respectively as at March 31, 2017. Foreign exchange forward contract amounts to Rs. 18.99 lakhs as at March 31, 2018 as compared to Rs. 116.62 lakhs as at March 31, 2017. Other receivable from related party includes Rs. 270.34 lakhs as at March 31, 2018.

7. Inventories

Inventories amounted to Rs. 4,753.29 lakhs as at March 31, 2018 as compared to Rs. 4,379.81 lakhs as at March 31, 2017. Inventories are valued at lower of cost or net realizable value.

8. Cash and cash Equivalents

The bank balances in India and outside India include both rupee accounts and foreign currency accounts aggregating Rs. 414.06 lakhs as at March 31, 2018 as compared to Rs. 115.68 lakhs as at March 31, 2017.

The cash equivalents also include balance in unpaid dividend account amounted to Rs.1.46 lakhs as at March 31, 2018 same as at March 31, 2017.

Cash on hand amounted to Rs. 11.49 lakhs as at March 31, 2018 as compared to Rs. 6.55 lakhs at March 31, 2017.

Other bank balance amounted to Rs. 1,878.45 lakhs as at March 31, 2017 as compared to Rs. 857.70 lakhs at March 31, 2017.

Liabilities

9. Trade Payables (current and non-current)

Trade payables amounted to Rs. 10,531.66 Lakhs as at March 31, 2018, as compared to Rs. 7,510.63 Lakhs as at March 31, 2017.

10. Provisions (current and non-current)

Long term and short term provisions for employee benefits amounted to Rs. 262.89 lakhs as at March 31, 2018, as compared to Rs. 248.30 lakhs as at March 31, 2017.

11. Short Term Borrowings

Short term borrowings amounted to Rs. 12,818.29 lakhs (including secured borrowings of Rs. 6,885.71 lakhs) as at March 31, 2018, as compared to Rs. 7,373.62 lakhs (including secured borrowings of Rs. 4,391.74 lakhs) as at March 31, 2017.

12. Other financial Liabilities (current and non-current)

Other current liabilities amounted to Rs. 6,660.60 lakhs (including Rs. 2,197.39 lakhs relating to current maturities of long term debts) as at March 31, 2018, as compared to Rs. 4,646.77 lakhs (including Rs. 2,971.33 lakhs relating to current maturities of long term debts) as at March 31, 2017.

13. Other current liabilities

Other current liabilities amounted to Rs. 1,709.21 lakhs (including Rs. 1,078.62 lakhs relating to advance from customers) as at March 31, 2018, as compared to Rs. 1,508.21 lakhs (including Rs. 831.43 lakhs relating to advance from customers) as at March 31, 2017.

III Results of Operations

The Company has reported a net profit after tax amounted to Rs. 2,280.71 lakhs during the year ended March 31, 2018, as compared to Rs. 1,372.56 lakhs during the previous year ended March 31, 2017.

1. Revenue from Operations

Revenues are generated from mainly from sale of finished goods, traded goods and services. During the year ended March 31, 2018, the Company's revenue from operations was Rs. 58,939.15 lakhs as compared to Rs. 47,804.10 lakhs during the previous year ended March 31, 2017.

2. Other Income

Other income amounted to Rs. 446.56 lakhs for the year ended March 31, 2018, as compared to Rs. 557.56 lakhs during the previous year ended March 31, 2017.

3. Cost of goods sold

Cost of goods sold amounted Rs. 38,061.11 lakhs (64.58% of gross revenue) during the year ended March 31, 2018 as compared to Rs. 30,536.24 lakhs (63.88 % of gross revenue) during the previous year ended March 31, 2017. It includes Rs. 36,597.40 lakhs (previous year Rs. 31,518.42 lakhs) relating to raw material consumed, Rs. 1,366.67lakhs (previous year Rs. 1151.93 lakhs) relating to purchase of traded goods and Rs. 97.04 lakhs(previous year (2,134.11) lakhs) relating to increase in inventories.

4. Employee Benefit Expense

Employee benefit expense amounted to Rs. 3,573.36 lakhs during the year ended March 31, 2018, as compared to Rs. 2,725.89 lakhs during the previous year ended March 31, 2017.

5. Other Expenses

Other expenses amounted to Rs. 9,703.22 lakhs during the year ended March 31, 2018 as compared to Rs. 7,564.69 lakhs during the previous year ended March 31, 2017.

6. Depreciation

Depreciation and amortization amounted to Rs. 2,119.38 lakhs during the year ended March 31, 2018 as compared to Rs. 1,955.08 lakhs during the previous year ended March 31, 2017

7. Finance Cost

Finance Cost amounted to Rs. 1,792.25 lakhs during the year ended March 31, 2018 as compared to Rs. 1,341.75 lakhs during the previous year ended March 31, 2017. Finance cost includes Rs.537.54 lakhs on interest on Cash credit facility as compared to Rs. 393.60 lakhs, during previous year ended March 31, 2017.

8. Exceptional (expense)/income

Exceptional income amounted to Rs. (50.11) lakhs during the year ended March 31, 2018 as compared to Rs. 14.36 lakhs during the previous year ended March 31, 2017.

9. Tax Expenses

Income Tax

During the year ended March 31, 2018 the Company has made a provision for tax amounting of Rs.1,043.38 lakhs, as compared to Rs. 1,101.07 Lakhs as at March 31, 2017.

Deferred Tax

During the year ended March 31, 2018, the Company has made provision for deferred tax of Rs. 158.42 lakhs as compared to Rs. (238.80) lakhs during the previous year ended March 31, 2017.

10. Net Profit after Tax and Exceptional Item

Net profit increased to Rs.2,280.71 lakhs, as compared to Rs 1,372.56 lakhs during the previous year.

11. Earnings Per Share (EPS) after exceptional item

Basic and Diluted EPS

Basic and Diluted EPS after exceptional item increased to Rs. 1.40 per share for the year 2018, from Rs. 0.84 per share for the year ended March 31, 2017. The weighted average shares used in computing EPS is 162,697,971 for the year ending March 31, 2018, same as year ending March, 2017.

12. Segmental Profitability

Company's operations are predominantly relating to production and sales of Optical fibre, Optical fibre cable, Fibre Reinforced Plastic rods and Impregnated Glass Roving Reinforcement. In services segment, the Company currently has around 10,000 Plus e-Kiosks operating in the state of Rajasthan, through which the Company is offering 250 G2C (Government to Citizen) and 15 B2C (Business to Citizen) services. The Company also trades in Telecom and electronic items. The details of segment as per the business are as follows:

(₹ in lakhs)

Segment Results	YE Mar 18	YE Mar 17	%age Increase/ (Decrease)
Manufacturing			
Revenues	54,975.83	44,157.93	24.50%
EBIT	5,892.42	3,939.79	49.56%
EBIT (%)	10.72%	8.92%	
Trading			
Revenues	1,746.12	1,316.94	32.59%
EBIT	404.65	235.20	72.05%
EBIT (%)	23.17%	17.86%	
Services			
Revenues	2,623.04	2,467.36	6.31%
EBIT	(1,421.47)	(993.99)	43.01%
EBIT (%)	(54.19)%	(40.29)%	

IV Consolidated Financial Performance

Company's revenue from operations amounted to Rs. 62,481.51 lakhs during the year ended March 31, 2018, as compared to Rs.50,978.23 lakhs in the previous year ended March 31, 2017.

Manufacturing revenue is Rs. 58,116.76 lakhs during the year ended March 31, 2018 from Rs. 46,891.60 lakhs during the previous year ended March 31, 2017, an increase of 23.94 % as compare with previous year ended on March 31, 2017.

The Profit before interest, depreciation, taxes, amortization and exceptional items amounted to Rs. 7,634.88 lakhs (12.22 % of revenue) during the year ended March 31, 2018 as against Rs.5,424.57 Lakhs (10.64 % of revenue) in the previous year ended on March 31, 2017.

Our profit before tax and exceptional item amounted to Rs. 3336.41 lakhs (5.34% of revenue) during the year ended March 31, 2018 as against Rs.1,803.19 (3.54 % of revenue) in the previous year ended on March 31, 2017.

The net profit after tax and exceptional item is Rs 2,083.77 lakhs (3.34% of revenue) during the year ended March 31, 2018 as against Rs.966.12 Lakhs (1.90% of revenue) in the previous year ended March 31, 2017.

De-risking the business

Your company has in place a Board approved Risk Management Framework & Policy which provides overall framework for Enterprise Risk Management in the company. In pursuance with Corporate Governance mechanism, your company has in place Audit Committee with assigned responsibility of reviewing the company's Risk Governance structure, Risk Assessment & Risk Management framework, Guidelines, Policies and Processes. Besides this, Audit Committee is responsible for leading the risk management initiative across the company.

In line with the requirements of the Risk Management Framework & Policy, key risks being faced by the company are analysed in detail by audit committee at top level. Audit Committee at unit level analyse the risks concerned to their respective areas, prepare risk mitigation plans and ensure implementation.

The Risk Management framework of your Company ensures regular review by management to proactively identify the emerging risks, to do risk evaluation and risk prioritization along with development of risk mitigation plans and action taken to minimize the impact of the risk. The framework requires that the Audit Committee be periodically informed about risk minimization procedures adopted by your Company. These processes are also periodically reviewed by management. The various risks, including the risks related to the economy, regulation, competition, technology etc., are documented, monitored and managed efficiently.

Some of the key risks the company faces, their impact and corresponding strategies undertaken for mitigation by the company are discussed below:

Market Structure

01

Order Book Reduction due to increasing competition, excess domestic manufacturing capacities and low business sentiments.

Mitigation Strategy:

- Expanding the offerings
- Diversifying Product Profile
- Focus on global expansion

Information & Knowledge

02

Online data & information security breach leading to loss and critical information infrastructure breakdown.

Mitigation Strategy:

- Policies in place for Technical controls
- Implementation of Cyber security incident capturing system across the company
- Third party audits & independent ISO audits.
- Business Continuity Plan (BCP) & Disaster Recovery (DR) strategy in place
- Crisis Management Group in place

Live Smart

Stakeholder

03

Impact of External Factors viz. Govt. Policy, infrastructure inadequacy, which may adversely impact the business.

Mitigation Strategy:

- Policy advocacy through Ministry & Industry Associations
- Liaison with key business partners

Governance

04

Technology readiness to meet current/ future market requirements.

Mitigation Strategy:

- In house development of new products/ Technologies.
- Technical collaborations with suitable partners.

Internal Controls and Adequacy

The Company believes that a strong internal control framework is necessary for business efficiency, management effectiveness and safeguarding assets. Led by a strong legal compliance focus, combined with high values of integrity and ethical behaviour, the Company has a well-established framework of internal controls and procedures. These cover all financial and operating functions, and are commensurate with the nature of its business and the size and complexity of its operations.

The Company regularly revisits the risks in totality to ensure that managing or mitigating risk strategies are in place. Continuous efforts provide a reasonable assurance with regard to maintaining accounting controls and safeguarding assets from unauthorised use or losses. The audit committee continuously monitors the adequacy and effectiveness of the internal controls environment across the Company, and also the status of compliance with operating systems, internal policies and regulatory requirements.

Internal Financial Controls

Your Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively. In this regard, your Board confirms the following:

- Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorisation. There are well-laid manuals for such general or specific authorisation.
- Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of financial statements in conformity with Generally Accepted Accounting Principles or any other criteria applicable to such statements, and to maintain accountability for aspects and the timely preparation of reliable financial information.
- Access to assets is permitted only in accordance with management's general and specific authorisation. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.
- The existing assets of the Company are verified/checked at reasonable intervals and appropriate action is taken with respect to any differences, if any.

Driving a Better Tomorrow

Inspired by our Group's Mission, we at AKSH are committed to channelizing our reach and partnerships to empower communities and enable progress in India.

Our CSR strategy prioritises the areas where we can have the greatest impact and influence. Over the years, we have worked towards creating meaningful changes in the lives of the communities we impact. Through education, vocational training and sustainability initiatives we have been able to help bridge the socio-economic gap in India and create a cleaner environment for or future generations.

Corporate Social Responsibility

Across the value chain

After witnessing a major disruption of the classrooms of school's building in august 2014 due to the heavy storm , the government higher secondary school Reengus, encountered several challenges and experienced many difficulties in teaching work in the school campus. After facing such disturbance the school needed essential support from the Higher Authority which perhaps wasn't available to the institution, that is where Aksh Optifibre Ltd played a pivotal role and took social responsibility and supported the school in all respect possible.

Aksh did the complete restoration of the schools' building, which included roof-repairs, plasters, electricity fitting, colour painting, constructions of tin shed for Morning Prayer assembly, floor construction and other repairing work, educational writing and painting work, Plantation, installation of windows and doors, fan, establishment of Smart Classes in school classroom etc were done in a very efficient manner.

In the session 2015-16, 2016-17 and 2017-18 a contribution of Rs.22.0 Lac, Rs. 6.10 Lac and 13.50 Lac was allotted for above development activities respectively.

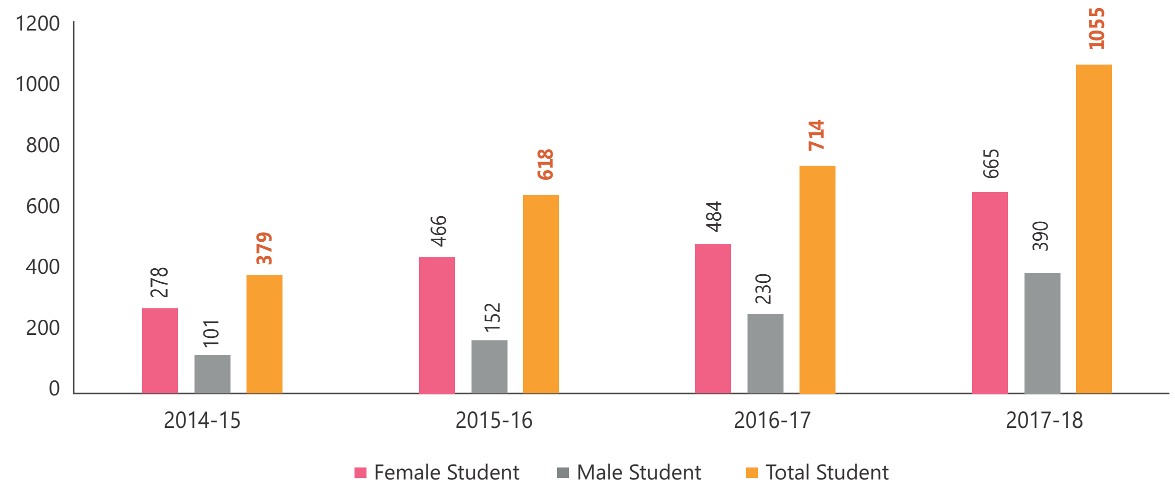
Students Enrolment in AKSH Adopted Schools

1,578
Total Students Enrolment In FY'18

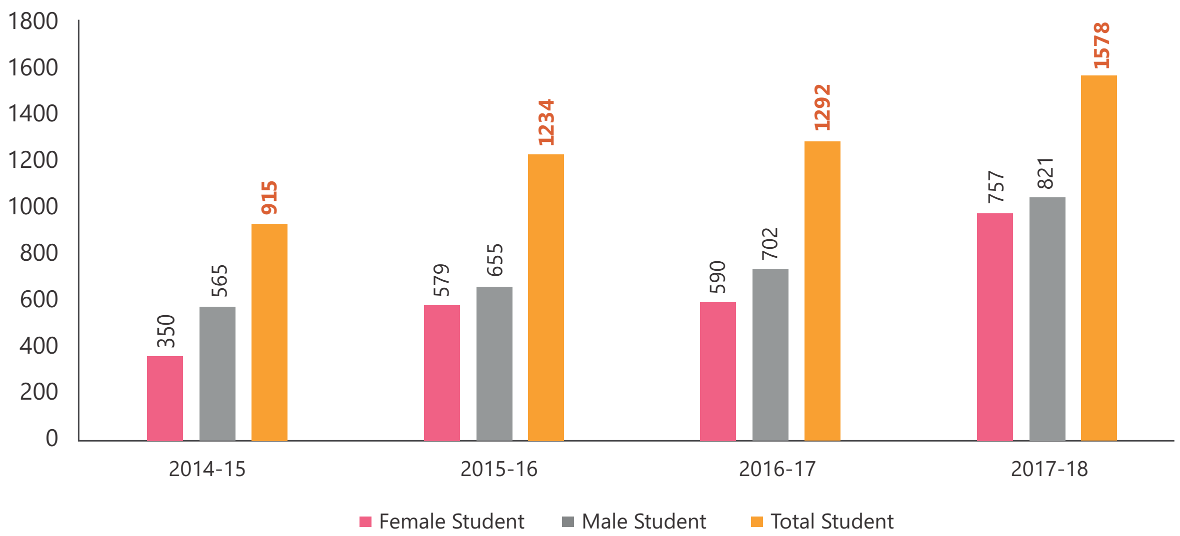
821
Total Girl Child School Enrolment In FY18

After the above mentioned improvements in various schools and increase in physical infrastructures of the school buildings, school's staff able to increase the nominations / admissions as mentioned below:

Nominations History of Govt. Senior Secondary School, Reengus



Overall Collective Nomination Performance of All School's



Apart from Education sector some CSR Activities undertaken in - FY 2018

AKSH Optifibre Ltd is committed to serve the society in the best possible manner, apart from its initiative to develop its schools as top modal institutions of the district Sikar, alongside moving towards the direction of its achievement, following improvement activities were also undertaken in FY 2018. Wherein, after collaborating with Govt. Hospital Reengus, Aksh provided centrally located land and built toilets for better sanitations of the hospital visitors and it was ensured that these toilets were accessible to all.

Aksh has also considered a proposal to construct a rest shelter with public urinals and toilets which will serve thousands of people visiting the hospital from nearby locations. Constructed sheds were handed over to Rajasthan Municipal Corporation for public use in first week of April and it has got a very positive response from the visitors. Habitants of Reengus are very much delighted with this development done by Aksh.

Aksh's Green Initiative

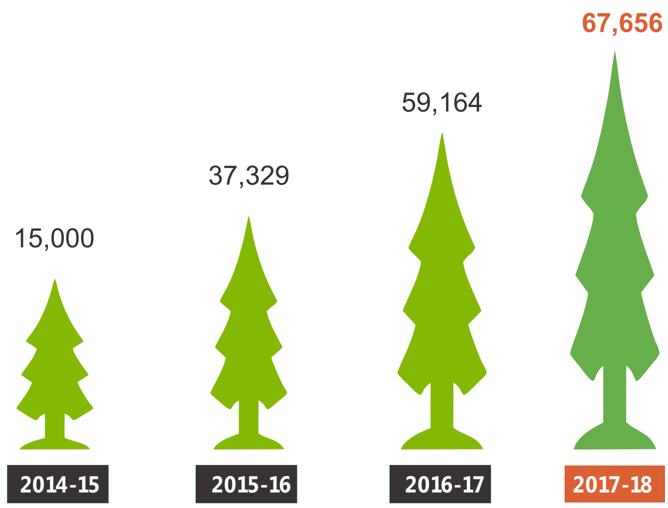
The future has to be green or will be non existent at all

Rajasthan currently is engulfed with huge wave of industrialization. Rapid industrialization has adversely impacted its ecological balance. As a result areas like Bhiwadi (from where we operate) have fallen in critically polluted areas. Under these circumstances 'Aksh' Management decided to initiate this drive to improve the Flora & Fauna of Bhiwadi with the help of bodies like BMA & RIICO.

The truth lies at the heart of humankinds most pressing challenge, namely to learn to live in harmony with Mother Earth on a genuinely sustainable basis.

Working towards this noble cause, Aksh Optifibre Limited, with the cooperation & active support of BMA & member industries & various social organizations has so far planted 70,000 plants under 'Clean & Green' drive in Bhiwadi Industrial Area from yr. 2014-2017. Main objective of the drive was to Plant 100000 trees in next five years in Bhiwadi to neutralize the impact of industrial pollution. This dream was shared by BMA and vehemently supported by its member industries, many social institutions like Lions Club, Rotary Club, Indian Medical Association, many schools (Govt. & Private) & social activists.

The drive strongly encouraged the planting of indigenous trees appropriate to local environment. The cumulative number of trees planted by Aksh under green drive so far are as follows.



Under the drive, to spread awareness among the residents of Bhiwadi, BMA with support of 'AKSH' &its member industries and other prominent associations of the region organized the 'Paryavaran Jagrukta Rally'. Thousands of volunteers participated in the rally and took oath to make Bhiwadi pollution free by following 'Clean Manufacturing Green Manufacturing'. Massive Plantation was done at the end of Rally in RIICO Park-Bhiwadi.

Many schools have also come forward to contribute in the ongoing plantation drive. Primary among them are, Bal Bharti Public School (Planted 4000 trees), Modern Public School (planted 1000 trees), Govt. Senior Secondry School-Matilawas (planted 1000 trees) & G.D. Goenka Public school (planted 500 trees).

Under the drive Company has adopted and developed one RIICO park at Reengus-Sikar Location. All expenses related to development is borne by 'Aksh Optifibre Limited'.

The tree plantation drive has mobilized thousands associated with it, into a community of passionate tree planters and lovers who are working hard towards preventing loss of green cover and restoring the balance of ecosystem in Bhiwadi Industrial Area.

8492

Tree Planted in FY 2017-18

Director's Report

Dear Shareholders,

Your Directors have pleasure in presenting the 31st Annual Report together with the audited financial statement of accounts for the financial year ended March 31, 2018.

The year gone by have proved to be quiet substantial with respect to milestones achieved at Aksh. Your Directors take immense pleasure in submitting their thirty first report along with the financial statements of the Company and the highlights of the performance of subsidiary companies and their contribution to the overall performance of the Company for the financial year ended March 31, 2018.

FINANCIAL RESULT

The Financial Performance of the Company, for the financial year ended March 31, 2018 is summarized below:

(₹ In Lakhs)

Particulars	F.Y. ended 2017-18	F.Y. ended 2016-17
Revenue from Operations	58,939.15	47,804.10
Profit before Interest, Depreciation, Amortization, Exceptional Items & Tax	7,441.54	5,517.30
Depreciation and Amortization Expenses	2,119.38	1,955.08
Profit before Interest, Exceptional Items & Tax	5,322.16	3,562.22
Finance Cost	1,792.25	1,341.75
Profit before Exceptional items & Tax	**3,529.91**	**2,220.47**
Exceptional Income/(Expenses)	(50.11)	14.36
Profit before Tax	**3,479.80**	**2,234.83**
Income Tax	1,043.38	1,101.07
Deferred Tax Expenses	158.42	(238.80)
Adjustment of tax relating to earlier periods	(2.71)	-
Profit after Tax	**2,280.71**	**1,372.56**
Add: Balance profit brought forward from previous year	3,477.61	2,916.74
Less : Appropriation		-
Vested in the Company pursuant to merger of erstwhile APAksh Broadband Limited with the Company		(796.88)
Add : Other Comprehensive Income	1.82	(14.80)
Surplus carried to Balance sheet	**5,760.14**	**3,477.62**

OPERATIONAL HIGHLIGHTS

Financial year 2017-18 closed with revenue of Rs 58,939.15 lakhs, EBIDTA of Rs. 7,441.54 lakhs and PAT of Rs 2,280.71. The manufacturing business earned revenues of Rs. 54,975.83 lakhs.
The detailed analysis of Company's financial operations and segment wise performance is covered under Management Discussion & Analysis Report.

DIVIDEND

Your Directors have recommended a dividend of Rs. 0.30 per equity share having face value of Rs. 5/- each for the financial year ended March 31, 2018. If dividend as recommended is declared by the members at the Annual General Meeting, the total outflow towards dividend on Equity Shares for the year would be Rs 588.42 Lakhs (including dividend tax).

TRANSFER TO RESERVES

No amount was transferred to reserves during financial year 2017-18.

FUTURE OUTLOOK

a. Optical Fibre/Optical Fibre Cable/FRP Rod

Globally, the trend of increasing fibre consumption to cater to strong data growth will continue benefitting optic fibre cable manufacturers and optical networking products companies.

In 2017, global optical cable consumption increased 14.9% from 429 million fibre-km to 493 million fibre-km. China's consumption increased 17.4% to 286 million fibre-km, which was 58% of the global total. Other high-growth markets include the US, with a year-on-year increase of 16.5%, and the "big-5" group (Fr., Ger., Italy, Spain, and the UK) of W. Europe, with a 15.8% increase.

As of December 2017, 54,895 km of OFC was laid in the first phase of Bharat Net Programme, covering 1, 09,926 Gram Panchayats out of which 1,01,370 Gram Panchayats were made service ready. The second phase of the project has been initiated for connecting the remaining 1.5 lakh gram panchayats. As of 11th February 2018, 2,62,947 km of OFC was laid covering 1,12,049 Gram Panchayats out of which 1,02,546 Gram Panchayats were made service ready as reported by Bharat Broadband Network Limited. The government expects to complete Phase II by December 2018, ahead of the original timeline of March 2019. Further, the third phase involves proofing the network as per the requirement of IoT and 5G.

B. Services Division: 1 STOP AKSH

E-Governance plays pivotal role in development of emerging economies and Aksh has been at the front position, infusing innovative technologies to its diversified portfolios, to help India in bringing its economic development in the grid of fastest growing economies.

With the usage of Information Technology growing at a torrid pace, Indian Government is making numerous efforts to provide services to its citizens through e-Governance. Further, the government has introduced many initiatives as part of the NeGP (which comprises of 31Mission Mode Projects[1]) like Aadhaar-Digital Biometric Identity Infrastructure, Digital Locker, Open Data, Government e-Marketplace, GI Cloud (MeghRaj), Common Services Centers, Service Delivery Gateway, State Data Centre, State Wide Area Network (SWAN), and eTaal.Some of the other initiatives announced in the Union Budget FY 19 include Government Integrated Financial Management Information System (GIFMIS), Non Tax Receipt Portal (NTRP), Project e-Vidhan, e-Panchayats, Central Public Procurement Portal, E-Courts, and National Judicial Data Grid. Moreover, e-Governance is set to play an integral role in Government of India's 'Digital India' campaign to deliver government services electronically assuring efficiency, transparency, and reliability at affordable costs. Under this initiative of Government of India, Aksh is playing a pivotal role in bridging the digital divide, by providing whole gamut of e-Governance services through its fully operational 10,000 Plus E-Kiosks in the state of Rajasthan.

C. Diversification

Ophthalmic Lenses

Aksh is targeting to be the pioneer in manufacturing Ophthalmic Lenses in the country with an objective to make India self- reliant and targeting women empowerment by employing 70% of the women workforce its lens facility. Presently, the sector is unorganised with a handful of players only, Aksh will bring in a new ray of light with 'shifting Indian market to A grade lens at competitive prices', 'round the clock production along with the main focus on reduction in operating costs, management is extremely confident about its lens project to augur well for the overall growth of the organisation. The company has rolled out the first batch of lens into the market which was very well accepted, the company envisages to penetrate deeper into this unorganised market and establish Aksh as a global marquee brand in the field of Opthalmiac Lens manufacturing.

D. Expansion

The company has also done capacity expansion along with the modernisation in its OFC plant located at Bhiwadi, wherein the OFC capacity has been increased by approximately 100%.

Company has also announced setting-up Optical fibre (OF) manufacturing facility in Jebel Ali Free Tarde Zone (JAFZA), UAE with capacity of 4 (Four) Million fibre Km Per annum with capex of Rs. 78 Crore, for this the land has been acquired and construction work for the building has already started, also the company has placed the orders for the plant and machinery.

Company has also setup additional Optical Fibre Cable (OFC) facility in its Silvassa plant with 1 Million Fibre kilometre of capacity, the commissioning of the plant took place in June 2018.

In addition, an Optical Fibre Cable (OFC) facility in Mauritius with 7 (Seven) Lakhs Fibre kilometre of capacity is already being setup, the commercial production has already commenced.

Increase in demand for Optical fibre cable has led to the increase in demand for FRP rods also, therefore the company has also increased FRP capacity in its Dubai plant to 1.4 Million Kilo metre from 0.4 mn Kilometre previously, this enhanced capacity is now fully operational.

Further, the construction work for FRP manufacturing plant in Jiangsu China, with the capacity of 0.8 Million KM per annum, is partially completed, this facility is expected to get operational in September, 2018.

SCHEME OF ARRANGEMENT AND COMPROMISE

During the Financial Year 2017-18, erstwhile APAksh Broadband Limited (APAksh) (99.92% Subsidiary of the Company) was amalgamated with the Company, as approved by the shareholders and subsequently sanctioned by the Hon'ble National Company Law Tribunal, New Delhi Bench, vide its Order dated November 8, 2017, which became effective on November 10, 2017 on filing of the certified copy of the said Order with the office of Registrar of Companies, Rajasthan. All the properties, assets both moveable and immoveable, liabilities including contingent liabilities of erstwhile APAksh have without further act or deed, been transferred to and vested in the Company at their book values as a going concern with effect from the appointed date April 1, 2016.

CHANGES IN SHARE CAPITAL

During the Financial Year 2017-18, the share capital of the Company has been increased from Rs. 813,325,350 to Rs. 813,489,855, pursuant to allotment of 32901 equity shares of Rs. 5/- each to the Shareholders of erstwhile APAksh Broadband Limited, consequent to the Scheme of Amalgamation approved by Hon'ble National Company Law Tribunal, New Delhi Bench.

SUBSIDIARY COMPANIES

As on March 31, 2018, Company has One Indian Wholly Owned Subsidiary namely Aksh Composites Private Limited (formerly known as Unitape Mandovi Composites Private Limited) and three Overseas Wholly Owned Subsidiary namely AOL-FZE', incorporated in SAIF Zone, Sharjah (U.A.E), AOL Technologies FZE, incorporated in Jafza, UAE and Aksh Technologies (Mauritius) Limited, incorporated in Mauritius.

The Company also has one Step Down Subsidiary namely AOL Composites (Jiangsu) Co. Ltd, China (Subsidiary of AOL-FZE, UAE).

A report on highlights of performance and their contribution to the overall performance of the Company as per Companies Act, 2013 is provided in the prescribed format **Form AOC-1** is annexed herewith as **Annexure -I.** The policy for determining material subsidiaries as approved may be accessed on the company's website at the link: *http:// www.akshoptifibre.com/corporate-governance.php.*

LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the Notes to Financial Statements.

RELATED PARTY TRANSACTIONS

All contracts / arrangements / transactions entered into by the Company during the financial year with related party(s) were in ordinary course of business and on arm's length basis. During the year, the Company did not enter into any contracts / arrangements / transactions with related parties which could be considered material in accordance with the policy of the Company on materiality of related policy transactions.

The policy on dealing with related party transactions as approved by the Board may be accessed on the company's website at the link:
http://www.akshoptifibre.com/corporate-governance.php

All Related Party Transactions entered during the year were on arm's length basis. No material Related Party Transactions (transaction(s) exceeding ten percent of the annual consolidated turnover of the Company as per last audited financial statements), were entered during the year by the Company. Accordingly, disclosure of Related Party Transactions as required under section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

DIRECTORS

As on March 31, 2018, the Board of your Company consisted of 6 Directors, consisting of 1 Promoter-Chairman & Managing Director, 1 Deputy Managing Director, 3 Independent (including 1 Woman Director) and 1 Non Executive Non Independent Director.

MEETINGS OF THE DIRECTORS

The Company had 7 (Seven) Board Meetings during the financial year under review, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two meetings was within the period prescribed by the Companies Act 2013.

APPOINTMENTS / RESIGNATIONS FROM THE BOARD / KMPS

During the financial year 2017-18, Mr. Gauri Shankar was appointed as Additional Director (Independent Director) of the Company w.e.f April 8, 2017 for a period of 5 years till April 7, 2022, whose appointment has been approved by the Shareholders in the previous Annual General Meeting and who has submitted a declaration that he meets the criteria of Independence as provided in Section 149(6) of the Act and Listing Regulations, 2015.

Mr. Dinesh Kumar Mathur, Independent Director, resigned from the Board of the Company w.e.f. August 12, 2017. There were no other appointments/ resignations of Directors/KMP.

DECLARATION FROM INDEPENDENT DIRECTORS

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 and Regulation 16 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION BETWEEN THE END OF FINANCIAL YEAR AND DATE OF REPORT

There are no material changes occurred between the end of financial year and the date of Director's Report.

RE-APPOINTMENT/ APPOINTMENT OF DIRECTORS

Pursuant to the provisions of Section 152(6) and other applicable provisions of the Companies Act, 2013, your Directors are seeking re-appointment of Mr. B.R. Rakhecha, retiring by rotation in the ensuing Annual General Meeting.

After the closure of Financial Year 2017-18, the term of Dr. Kailash S Choudhari as Chairman and Managing Director, expired on May 31, 2018 and w.e.f. June 1, 2018 Dr. Choudhari continued his Directorship as Chairman and Non-Executive Director of the company.

Pursuant to Regulation 17 (1A) of SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulation, 2018, to be effective w.e.f. April 1. 2019, no listed company shall appoint or continue the Directorship of Non-Executive Director who has attained the age of 75 years unless a Special Resolution is passed. Accordingly proposal to continue the Directorships of Mr. Amrit Nath and Mr. BR Rakhecha as Non Executive Directors of the Company w.e.f April 1, 2019 shall be placed before the Shareholder for their approval.

PERFORMANCE EVALUATION OF THE BOARD

The Company has devised a policy for performance evaluation of Independent Directors, Chairman, Board, Board Committees and other individual Directors which include the criteria for performance evaluation of the non-executive Directors and executive Directors.

Based on the policy for performance evaluation of Independent Directors, the Board, Board Committees and other individual Directors, a process of evaluation was followed by the Board for its own performance and that of its Committees and individual Directors.

The statement indicating the manner, in which, formal annual evaluation of the Directors, the Board and Board level Committees was carried out, are given in detail in the report on Corporate Governance, which forms part of this Annual Report. The Nomination & remuneration policy may be accessed on the Company's website at the link:
http://www.akshoptifibre.com/corporate-governance.php

The Nomination & Remuneration Policy is annexed herewith marked as **Annexure –II.**

CORPORATE GOVERNANCE

The Report on Corporate Governance along with the Certificate from the Statutory Auditors certifying the compliance of Corporate Governance enumerated in Regulation 34(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is included in this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS

The Report on Management Discussion and Analysis has been attached and forms part of the Annual report.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted Corporate Social Responsibility Committee as per Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. The Company has Corporate Social Responsibility Policy (CSR Policy) elaborating the activities to be undertaken by the company in furtherance and due discharge of its corporate social responsibility.

The CSR policy may be accessed on the Company's website at the link: *http://www.akshoptifibre.com/corporate-governance.php*

In order to improve the ecological balance in 'Bhiwadi Industrial Area', Aksh continued its plantation drive. This drive inspired by the vision of Dr. Kailash S. Choudhari-Chairman, Aksh Optifibre Limited, was initiated in year 2014. Main objective of the drive is to touch the figure of 100000 trees in five years in Bhiwadi to neutralize the impact of industrial pollution. The drive strongly encourages the planting of indigenous trees appropriate to local environment

Under Aksh's initiative towards education for all, Muskaan is a step in the direction of education which aims to strengthen the basic infrastructure of the schools which in turn improves enrolment, attendance and retention. Our main focus is on child education because the knowledge &learning brings more happiness and success to family as well as society. Under 'Muskaan', the Company with continuous & dedicated aim ofimproving basic infrastructure of its adopted Govt. Secondary School in Santhalka (Bhiwadi), has taken initiatives likePainting of school building, Roof water proofing & repairing of class rooms in primary section, Plantation of trees &maintenance of lawn, Bala painting & writing work and deputeda full time employee for the day to day cleaning and housekeeping activities. The company also provided Computer Teacher in primary section of Govt. Secondary School, Santhalka (Bhiwadi) to enhancedigital literacy among children through 'Gyantantra Digital Dost'.This is an innovative PC based, interactive learning tool designed to address the learning gap among students. After successful set up of e-leaning class room in both sections of Govt. Secondary School, Santhalka, this year Aksh has setup five more e-learning class rooms in different govt. schools of Bhiwadi area.

Aksh in association with City Nursing Home also conducted first-aid awareness program and health check-up camp in 13 governmentschools in Bhiwadi and nearby area. Total 2793 beneficiaries (students) were covered under this drive. One of its kind, this drive covered all government schools for health check-up and awareness sessions on health & fitness.

With the continued support & efforts made by Aksh, this year (FY 2017-18) Govt. Secondary School, Santhalka was awarded the prestigious "Excellencein School Performance Award 2017-18" by Education Department, Government of Rajasthan.

Considering the availability of basic infrastructure in the school such as classrooms, library, adequate space for laboratory, drinking water facility and separate toilet facility for boys and girls, this year(FY 2017-18) the Govt. Secondary School, Santhalka has been upgraded to "Senior Secondary" level School.

Working for women empowerment under its CSR initiatives, 'Aksh' in association with Singer India, Rotary Club of Bhiwadi and USCKM School isrunning a Skill Development Centre at UCSKM School, Bhiwadi. This Skill Development Centre is providing three months certificate course and six months diploma course in stitching & tailoring to promote women entrepreneurship. Presently 60 students are undergoing six months diploma course in stitching & tailoring and 56 students have been awarded diploma certificate this year (FY 2017-18).

Under Aksh CSR initiative "Shiksha Hamara Swabhiman", the Company with continuous & dedicated aim of improving basic infrastructure of its adopted Govt. Senior Secondary School, Reengus, Govt. Girls Senior Secondary School, Reengus, Govt. Upper Primary School, Parsarampura, Govt. Senior Secondary School, Sargoth and Govt. Senior Seconrday School, Mau, has taken initiatives which includes roof-repairs, plasters, electricity fitting, colour painting, constructions of tin shed for morning prayer assembly, floor construction, construction of Boundary Wall and other repairing work, educational painting and other painting work, Plantation, installation of windows and doors, fan, establishment of Smart Classes in school classroom, RO and chilled water facility for Student etc.

Considering the availability of basic infrastructure in the school such as classrooms, computer lab, drinking water facility and separate toilet facility for boys and girls, this year (FY 2017-18) the Govt. Upper Primary school, Parsarampura has been upgraded to "Secondary" level School.

After the above mentioned improvements in various schools and increase in physical infrastructures of the school buildings and tremendous support school's managements we are able to increase the nominations / admissions.

Aksh Optifibre Limited, Reengus received "Appreciation letter" from district collector, Sikar for contribution in overall development of the various schools in Sikar District and honoured to appoint Aksh Optifibre Limited, Reengusas a member of the district education advisory committee.

Impressed by the infrastructural development and the work done by AKSH Optifibre Limited, Schools Staff started new initiative like summer Classes, Special Winter Classes, Smart classes, E-learning classes, Yoga Classes etc. As result of these activities and initiative, the examination result of board classes was rise up to 100% and student of class-12th Science, Ayushikumawat secured 93% Marks Making remarkable performer giving tough competition to private schools and she also secured first position at the tehsil level Shrimadhopur.

In addition of educational drive, a new initiative has also been taken by Aksh Optifibre Limited, Reengusand constructed a rest shelter with public urinals and toilets adjoining to Govt. Hospital Reengus.

Constructed shed was handed over to RMC for public use and got massive response from the local peoples &visitors. Even people of Reengus are very much delighted with this development of Aksh.

Aksh has also contributed for development of Atal Seva Kendra of Sargoth Gram Panchayat and make it a ideal Atal Seva Kendra by installing LED Display for conference meeting and provided modular furniture etc.

In order to improve the ecological balance Aksh continued its plantation drive "Aksh Eco- Nation". So far Aksh planted more than 1,000 saplings during the financial year 2017-18. Aksh has also developed a park Situated in RIICO Industrial Area, Reengus.

Under the CSR initiative "LIGHT AND AIR" through which we had selected Marudhar Mahila Shikshan Sangh, Vidhyawadi wherein we had illuminated whole Vidhyawadi School (School exclusively for Girls), in Pali district of Rajasthan with LED lights in the year 2016-17. Through this initiative, we have also made utmost efforts in spreading the awareness of energy efficiency among masses by utilizing LED lights and energy efficiency products in order to conserve energy.

In addition to it, this year we are making our best efforts in illuminating Government schools under Shiksha Sankul, Government of Rajasthan by equipping such schools with LED bulbs, lights and fans. Furthermore, we are also replacing the old and the existing lighting products with LED in order to ensure that there is adequate "LIGHT AND AIR" available in schools and children may not be deprived of basic necessities. As a matter of fact, Aksh has installed as many as 500 nos. of 9W LED bulbs, 1200 nos. of 22W tubelights and 900 nos. of Energy Efficient Fans respectively. Continuing with such initiative, our Company is leaving no stone unturned in spreading awareness among the children for conserving energy to the extent possible.

The Education Department, Govt. of Rajasthan appreciated Aksh's valuable contribution in the field of Education and has bestowed the prestigious **"BHAMASHAH AWARD"** for the fourth consecutive year to its service division Jaipur and FRP division Reengus on the occasion of Bhamashah Jayanti on 28.06.2018 at Birla Auditorium, Jaipur. The award was presented by Honorable Rajasthan Assembly Speaker - Shri Kailash Meghwal and State Education Minister - Shri Vashudev Devnani.

The statutory disclosures and an Annual Report on CSR activities is annexed herewith marked as **Annexure -III.**

EMPLOYEE REMUNERATION

(A) The statement containing particulars of employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time, forms part of this report. In terms of Section 136 of the Companies Act, 2013 the same is open for inspection at the Registered Office of your Company.

(B) The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, are forming part of this report as **Annexure -IV.**

EMPLOYEES STOCK PURCHASE SCHEME

During the year under review no shares have been granted, hence there was no vesting of Shares.

RISK MANAGEMENT

Well established Enterprise-wide Risk Management (ERM) framework by virtue of Risk Management Policy identify and assess the key risk areas, monitor and report compliance and effectiveness of the policy and procedure. In line with your Company's commitment to deliver sustainable value, this framework aims to provide an integrated and organized approach for evaluating and managing risks. The Committee / Board periodically reviews the risks and suggest steps to be taken to control and mitigate the same through a properly defined framework.

CONSOLIDATED FINANCIAL STATEMENTS

As provided in the Accounting Standard (AS-21) issued by the Institute of Chartered Accountants of India (ICAI) on consolidated financial statements, the consolidated financial statements are attached which form part of the Annual Report.

STATUTORY AUDITORS

At the Annual General Meeting held on December 26, 2017, pursuant to the provision of the Act and rules made thereunder, M/s BGG & Associates, Chartered Accountants, New Delhi (FRN: 016874N) were appointed as Statutory Auditors of the Company to hold office till the conclusion of the 35th Annual General Meeting.
The observation of Auditors and their report read with the relevant Notes to Accounts are self-explanatory and therefore do not require further explanation.

COST AUDITORS

The Company had appointed M/s K G Goyal & Associates, as Cost Auditors for the Financial Year 2017-18 to audit the cost records of the Company and M/s Sanjay Gupta & Associates, appointed as Cost Auditors for the Financial Year 2018-19.

COST AUDIT COMPLIANCE

Pursuant to Sec. 148 of the Companies Act, 2013 read with Companies (Cost Audit) Rules 2014 including any statutory modifications thereof, the cost audit report for financial year ended March 31, 2018 would be filed with the Central Government within the prescribed time.

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SECRETARIAL AUDITORS

The Company had appointed M/s Pooja Anand & Associates, Company Secretaries, to conduct the Secretarial Audit for the financial year 2017-18. The Secretarial Audit Report for the financial year ended March 31, 2018 is annexed herewith marked as **Annexure - V** to this Report. Further, the Company appointed M/s Himanshu Sharma & Associates, Company Secretaries, to conduct the Secretarial Audit for the financial year 2018-19.

INTERNAL AUDITORS

The Company had appointed M/s S C Kwatra & Associates, as Internal Auditors of the Company for the Financial Year 2017-18 and further re-appointed for the Financial Year 2018-19.

SECRETARIAL STANDARD OF ICSI

The Company is compliance with the Secretarial Standards on Meetings of the Board of Directors (SS – 1) and General Meetings (SS -2) issued by The Institute of Company Secretaries of India approved by the Central Government.

RECOGNITION

The Company's manufacturing facilities continue to remain certified by independent and reputed external agencies as being compliant as well as aligned with the National and International standards for Quality Management System, Environmental Management System, Complaint Handling Management System and Occupational Health & Safety Management System, i.e. ISO 9001:2015, ISO 14001:2015, ISO 10002:2004 and BS OHSAS 18001 : 2007 respectively.

In addition to the above standards, Aksh Bhiwadi Manufacturing location got certified for TL 9000, The Telecom Quality Management System.

INDUSTRIAL RELATIONS

Industrial relations remained cordial throughout the year. Your Directors recognizes and appreciates the sincerity, hard work, loyalty, dedicated efforts and contribution of all the employees during the year. The Company continues to accord a very high priority to both industrial safety and environmental protection and these are ongoing process at the locations of Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings & outgo as required to be disclosed under the Act, are provided in **Annexure - VI** to this report.

EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as **Annexure- VII** to this Report.

LISTING

The Equity Shares of the Company continue to be listed at BSE Ltd and The National Stock Exchange Ltd. The Listing Fee has been paid to both of the stock exchanges.

GENERAL

Your directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

i. Details of deposits covered under chapter V of the Companies Act, 2013;
ii. Issue of equity shares with differential voting rights, dividend or otherwise;
iii. Issue of shares (including sweat equity shares) to employees of the company under the ESOS scheme or otherwise;

Pursuant to the provisions of Sexual Harassment of Women in workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has duly constituted the Internal Complaints Committee and Your Directors further state that during the year under review there were no complaints/ cases pursuant to the said Act.

DIRECTOR'S RESPONSIBILITY STATEMENT

To the best of our knowledge and belief and according to the information and explanations obtained by us, your Directors make the following statements in terms of Section 134 (5) of the Companies Act, 2013:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis; an

(e) The directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

Your Directors take this opportunity to place on record their appreciation to the contribution made by the employees towards overall growth of the company.

Your Directors would also like to express a profound sense of appreciation and gratitude to all the stakeholders for the patronage and for the commitment shown in supporting the company in its continued robust performance on all fronts.

We look forward to your continued support and co-operation as we move forward to our new journey, while assuring our continued commitment to maintain healthy and fruitful relationship.

for **Aksh Optifibre Limited**

Dr. Kailash S. Choudhari
Chairman
DIN: 00023824

Date: August 9, 2018
Place: New Delhi

Annexure –I

Statement containing the salient features of the financial statements of subsidiaries/associates companies /joint ventures

Form AOC-1 (Part-A Subsidiaries)

[Pursuant to first proviso to sub section (3) of Section 129 of the Companies Act, 2013, read with Rule 5 of the Companies (Accounts) Rules, 2014]

(₹ In Lakhs)

Particulars	Name of Subsidiary				AOL Composites (Jiangsu) Co. Ltd (Step down Subsidiary)
	Aksh Composites Private Limited	AOL FZE	AOL Technologies FZE	Aksh Technologies (Mauritius) Limited	
Date since when subsidiary was acquired	September 15, 2016	August 17, 2010	August 21, 2017	October 5, 2017	July 18, 2017
Financial Year ended	March 31, 2018	March 31, 2018	March 31, 2018	March 31, 2018	March 31, 2018
		AED/INR	AED/INR	MUR/INR	CNY/INR
Exchange Rate		17.73	17.73	1.89	10.07
Share Capital	360.00	15,584.67	-	-	-
Other Equity	(9.76)	(1,437.92)	177.30	115.93	145.10
Total Assets	1558.37	25,486.47	1,413.02	357.61	145.10
Total Liabilities (excluding share capital and reserves & surplus)	1,208.13	11,339.72	1,235.72	241.67	-
Investment	-	145.10	-	-	-
Turnover	1,094.57	3,382.11	-	-	-
Profit/ (loss) before Taxation	11.58	(153.93)	-	-	-
Tax Expenses	3.21	-	-	-	-
Profit after Taxation	8.37	-	-	-	-
Proposed Dividend	-	-	-	-	-
% of shareholding	100	100	100	100	100

As per our report of even date

For and on behalf of the Board of Directors

For **B G G & Associates**
Firm Registration Number: 016874N
Chartered Accountants

CA Alok Kumar Bansal
Partner
Membership no.: 092854

Satyendra Gupta
Deputy Managing Director
DIN : 00035141

Gaurav Mehta
Chief- Corporate Affairs and Company Secretary

Dr. Kailash S. Choudhari
Chairman
DIN : 00023824

Pawan Kumar Gambhir
Chief Financial Officer

Place: New Delhi
Date: August 9, 2018

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Annexure -II

NOMINATION AND REMUNERATION POLICY
AKSH OPTIFIBRE LIMITED (AKSH)
NOMINATION AND REMUNERATION POLICY

OBJECTIVES

The objective of the Nomination and Remuneration Committee of the Board of Directors of AKSH is to ensure that the Board and top management is appropriately constituted to meet its fiduciary obligations to stakeholders, to identify persons who are qualified to become Directors and who may be appointed in Senior Management and/or as Key Managerial Personnels (KMPs) of the Company in accordance with the criteria's laid down, recommend to the Board the appointment, removal, remuneration of the Directors, Senior Management and KMPs and evaluation of every Director's performance, in line with the provisions of the Companies Act, 2013 and rules prescribed therein, as amended from time to time and as per the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 (hereinafter referred as Listing Regulations), as amended from time to time and/or such other statutory notification, amendment or modification, as may be applicable.

RESPONSIBILITIES AND DUTIES

The Committee shall undertake the specific duties and responsibilities listed below and shall also undertake such other duties as the Board prescribes from time to time. Specific duties and responsibilities of the Committee include:

1. Formulating criteria for determining qualifications, positive attributes and independence of a director.

2. Identifying persons who are qualified to become Directors and who may be appointed in Senior Management and as KMPs of the Company in accordance with the criteria laid down, recommend to the Board their appointment and removal.

3. Recommending to the Board a policy relating to the remuneration of the Directors, Senior Management, KMP and other employees, as may be applicable

4. Formulating criteria for evaluation of Independent Directors and the Board and carry out evaluation of every Director's performance.

5. Devising a policy on Board diversity.

6. Ensuring that level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the company successfully.

7. Ensuring the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

8. Carrying out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.

9. Performing such other functions as may be necessary or appropriate for the performance of its duties.

POWERS

In discharging its responsibilities and duties, the powers of the Committee will include:

1. Authority to retain, compensate and terminate any search firm to be used to identify Directors, Senior Management person, KMP, etc.

2. Identifying, screening and reviewing individuals qualified to serve as Directors and recommending to the Board candidates for nomination to fill Board vacancies/additions.

3. Conducting or authorizing studies of matters within the Committee's scope of responsibility with full access to all books, records, facilities and personnel of the Company.

4. To retain outside counsel for these activities, if required and determine the compensation.

5. To sub-delegate such power and authority as the Committee deems appropriate with the purpose of meeting its objectives and duties within the scope of its terms of reference. The Committee shall, however not delegate any power or authority required by law, regulation or listing standards to be exercised solely by the Committee as a whole.

MEMBERSHIP

The Committee shall consist of at least three directors, all of whom shall be non-executive directors and at least half shall be independent.

The Chairman of the committee shall be an Independent Director.

The members of the Committee shall be appointed by the Board of Directors. The Board has the power to constitute/reconstitute the Committee consistent with the Company's policy and applicable law/regulations.

MEETINGS

The Committee will meet as often as it considers necessary, in person and/or telephonically and/or video conferencing or by other audio visual means. Any member may call a meeting of the Committee.

All meetings of the Committee shall be presided over by the Chairman of the Committee.

Other Directors, employees or such persons as may be deemed appropriate by the Chairman/Member(s) of the Committee may be invited to attend the meeting(s).

QUORUM

The quorum for meetings of the Committee shall be one third of total strength or two members whichever is higher.

The participation of the Directors by video conferencing or by other audio visual means shall also be counted for the purposes of quorum.

MINUTES

The Committee shall maintain written minutes of its meetings, including any formal discussions and taking on record any action taken by written consent, which shall be presented to the Board and shall be part of minutes of the Board Meeting.

COMPENSATION TO COMMITTEE MEMBERS

The Company shall not pay any remuneration to the Committee Members except sitting fees for each meeting of the Committee attended by the Members, as may be determined by the Board from time to time.

APPLICABILITY

The Policy shall be applicable to:

1. The Board of Directors of the Company
2. KMPs of the Company

3. Senior Management of the Company
4. Such other person(s) as may be decided by Board or prescribed by the law time being in force

EFFECTIVE DATE

This policy shall be effective from 02nd August 2014.

GUIDELINES FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

- **Appointment criteria and qualifications:**

1. The Committee shall identify and determine the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.

2. A person should possess requisite qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether the qualification, expertise and experience possessed by a candidate are adequate for the concerned proposed position.

3. The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution and compliance of applicable provisions of law/regulations.

- **Term / Tenure:**

I. Managing Director/Whole-time Director:

- The Company shall appoint/re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

II. Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment for another term of five years on passing of a special resolution by the members of the Company, subject to the compliance of applicable law/Listing Regulations etc.

- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

- A person may be appointed as an Independent Director, only if the proposed appointment is within the limits prescribed under applicable law/Listing Regulations to act as an Independent Director by such person in any listed Company including AKSH.

III. Evaluation:

- The Committee shall carry out need based evaluation of performance of every Director, KMP and Senior Management Personnel at regular intervals.

IV. Removal:

- The Committee, if think fit, may recommend removal of a Director, KMP or Senior Management Personnel to the Board with reasons recorded in writing due to any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, Company policy, subject to the provisions and compliance of the said Act, rules and regulations, Company policy.

V. Retirement:

A Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the extant policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company, subject to the recommendation of the Committee.

GUIDELINES RELATING TO THE REMUNERATION FOR THE WHOLE-TIME DIRECTOR, KMP AND SENIOR MANAGEMENT PERSONNEL

- **General:**

1. The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the terms of appointment and/or prior/post approval of the shareholders of the Company and Central Government, wherever required.

2. The remuneration and commission to be paid to Whole-time Director(s) shall be in accordance with the percentage / slabs / conditions laid down in terms of appointment approved by the Board or shareholders, as the case may be and as per the provisions of the Companies Act, 2013, and the rules made thereunder.

3. Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders/central government, if applicable. Increments will be effective as per the terms of appointment or 1st April as the case may be, subject to compliance of applicable law/regulations, HR policy of the Company.

4. Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

- **Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:**

1. Fixed & Incentive pay:

The Whole-time Director / KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee, subject to compliance of applicable law/regulations. The breakup of the pay scale and quantum of perquisites shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

2. Minimum Remuneration:

If in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

3. Provisions for excess remuneration:

If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such excess remuneration to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sums refundable to it unless permitted by the Central Government.

- **Remuneration to Non - Executive / Independent Director(s):**

1. Remuneration / Commission:

The remuneration / commission may be fixed as per the slabs and conditions mentioned in the Companies Act, 2013 and the rules made thereunder.

2. Sitting Fees:

The Non- Executive / Independent Director(s) may receive remuneration by way of sitting fees of such amount as may be approved by the Board from time to time for attending meetings of Board or Committee thereof; Provided that the amount of such sitting fees shall not exceed Rupees One lakh per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

3. Commission:

Commission may be paid within the monetary limit approved by shareholders, subject to the limit prescribed under the provisions of the Companies Act, 2013.

4. Stock Options:

An Independent Director shall not be entitled to any stock option of the Company.

GLOSSARY

Board	Board of Directors of the Company
Directors	Directors of the Company
Committee	Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board
Independent Director	As prescribed in the Companies Act, 2013 and rules therein and Listing Regulations, as may be amended from time to time
Senior management	Means and includes the Executive Directors, the Chief Financial Officer, the Company Secretary and such other Officer as may be prescribed by Board or under the applicable statutory provisions/regulations.
KMP	a) the Chief Executive Officer or the Managing Director or the manager; b) the Company Secretary; c) the Whole-time director; d) the Chief Financial Officer; and e) Such other officer as may be prescribed by Board or under the applicable statutory provisions/regulations.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and rules prescribed therein, as may be amended from time to time and per the Listing Regulations as may be amended from time to time, shall have the meaning respectively assigned to them therein.

This Policy can be amended, modified or revised from time to time and if there is no bar under the Listing regulations or the Companies Act, 2013, then the same can be abrogated by the Board of Directors of the company.

Annexure -III

Annual Report on CSR Activities
(Pursuant to Section 135 of the Companies Act, 2013)

CSR Committee

The provisions pertaining to corporate social responsibility as prescribed under the Companies Act, 2013 are applicable to Aksh Optifibre Limited. The Company has a Board Committee (CSR Committee) that overlooks all the CSR initiatives taken by the company under its CSR policy and its execution for achieving the CSR objectives laid down by the Company in its CSR policy. The CSR committee comprises of:

a) Mr. B. R. Rakhecha
b) Ms. Devika Raveendran
c) Mr. Satyendra Gupta
d) Mr. Gauri Shankar ***(Inducted as member of the Committee w.e.f. May 22, 2017)***

The CSR policy may be accessed on the Company's website at the link http://www.akshoptifibre.com/corporate-governance.php

Corporate Social Responsibility ("CSR") guiding principles:

1. To make the stakeholders aware about CSR and how such activities are to be conducted in the Company.

2. Demonstrate commitment to common good through responsible business practices.

3. To directly or indirectly take up programmes/projects that benefit the communities in and around its operations which result over a period of time in enhancing the quality of life and economic well-being of the local populace.

4. To encourage employees to participate in the Company's CSR initiatives.

Company's major focus areas under CSR:

1. Education & Women Empowerment
2. Environment & Sustainability
3. Awareness programmes

Financial Details

Section 135 of the Companies Act, 2013 and Rules made thereunder prescribe that every company having a net worth of Rs. 500 crore or more, or turnover of Rs. 1,000 crore or more or net profit of Rs. 5 crore or more during any financial year shall ensure that the Company spends in every financial year, at least 2% of the average net profits made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy. The financial details of the Company as sought by the Companies Act, 2013 are as follows:

(In Lakhs)

Particulars	Amount
Computed average net profit of the Company for last three financial years	3128.80
Prescribed CSR Expenditure (2% of Net Profits as computed above)	62.58
Details of CSR Expenditure during the financial year:-	
Total amount to be spent during the financial year	62.58
Amount Spent	63.94
Amount unspent	-

The manner of amount spent during the financial year is detailed as follows: (₹ In Lakhs)

CSR Project/ Activity/ Beneficiary	Sector	Location of the project/ program	Amount outlay (Budget)	Amount spent on the projects or programs	Cumulative expenditure upto reporting period (As on 31.03.2018)	Amount Spent direct/ implementing agency
"MUSKAAN" Govt. Sec. School, Santhalka (Bhiwadi)	Promoting Education, including special education	Bhiwadi (Alwar) Rajasthan	10.50	10.56	60.30	Direct
"UPVAN" Promotion of Greenery & Tree Plantation	Ensuring environmental sustainability		10.60	10.71	35.39	Direct
"SHIKSHA HAMARA SWABHIMAN" 1. Govt. Aadarsh Sr. Sec School, Reengus 2. Govt. Girls Sr. Sec. School, Reengus 3. Govt. Sr. Sec. School, Sargoth 4. Govt. Aadarsh Sr. Sec. School, Mau	Promoting Education, including special education	Reengus (Sikar) Rajasthan	17.00	17.40	81.14	Direct
"AKSH ECO-NATION" Promotion of Greenery & Tree Plantation	Ensuring environmental sustainability		0.50	0.51	11.38	Direct
Other Misc. CSR Expenses, 1. LED Display and Chairs for Atal Seva Kendra, Sargoth 2. Construction of Public Toilets in RIICO, Reengus 3. Sports uniforms 4.Construction of Public toilets for ladies and gents with Rest shelter in Reengus	Energy Saving, Health & Sanitation		9.00	9.73	9.73	Direct
"LIGHT & AIR" Distribution of energy efficient equipment like LED lights, LED Bulb & FAN	Energy Saving	Jaipur Rajasthan	15.0	15.04	19.13	Direct

Our CSR responsibilities

We hereby confirm that the CSR policy as approved by the Board, has been implemented and the CSR committee monitors the implementation of the CSR projects and activities in compliance with our CSR objectives.

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Annexure - IV

Particulars of Employees

A. Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5[1] of Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014

i. The ratio of the remuneration of each Director (Executive Director) to the median remuneration of the employees for the financial year 2017-18, is 27.92:1. Employees for this purpose include employees on rolls of the company only.

ii. During the year, Dr. Kailash S. Choudhari, Mr. Satyendra Gupta, Mr. Pawan Kumar Gambhir and Mr. Gaurav Mehta acted as Key Managerial Personnel of the Company. Dr. Kailash S. Choudhari, Chairman & Managing Director (KMP) was appointed w.e.f June 01, 2015 on NIL remuneration and hence there is no increase in his remuneration.

Remuneration of Mr. Satyendra Gupta, Deputy Managing Director, Mr. Pawan Kumar Gambhir, Chief Financial Officer (KMP) and Mr. Gaurav Mehta, Company Secretary (KMP), of the Company was increased by 5.18%, 8.52% and 10.64% respectively. Percentage increase in remuneration of others is as approved by the Nomination & Remuneration Committee.

The Non-Executive Directors of the company are entitled for sitting fee as per the statutory provisions and within the limits prescribed under Companies Act, 2013, hence not considered.

iii. The percentage increase in the median remuneration of employees for the financial year was 4.27%.

iv. The company has 436 permanent employees on rolls of the Company as on March 31, 2018

v. Average Increase in the salaries of the employees in FY 2017-18 was 8.19%, whereas the increase in managerial remuneration was 7.32%.

vi. It is hereby affirmed that the remuneration is as per the remuneration policy of the Company.

B. Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5[2] of Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014

Details of Top 10 Employees of the Company for the Financial Year 2017-18 is as under:

Name of Employee	Designation	Nature of Employment-Contractual or otherwise	Remu-neration Paid/ Month	Age	Expe-rience	Qualification	Previous Employment and designation, if any	Date of Joining	% of Equity Shares held	Relationship with Director, if any & Name of Director
Y. Ramgopal	Executive Director	Permanent	625,320	55	27	B SC, B TECH	Kone Elevators India Ltd	25/01/2016	NA	NA
Kunal Dixit	Process Leader – TSS	Permanent	365,440	40	15	B E, MBA	Schlumberger	14/04/2016	NA	NA
Chandra Shekhar Gupta	Chief Manufacturing Officer – OF/OFC	Permanent	342,680	48	25	B.Sc., DIP. (MECH.)	Shanti Plast	01/01/2003	NA	NA
Rajiv Gusain	Process Leader - HR	Permanent	334,980	42	17	MBA (HR)	International Tractors Limited	02/11/2015	NA	NA
Lokesh Khandelwal	Process Leader – Services/ Retail	Permanent	312,140	39	18	Diploma in Elec. (OFC)	Aksh Broad Band Limited	01/08/2005	NA	NA
Munesh Chandra	Process Leader – FRP Munufacturing	Permanent	292,300	52	24	MBA	Shanti Plast	01/11/2000	NA	NA
Anil Kumar Gupta	Process Leader - Fibre Manufacturing	Permanent	277,520	43	21	B.E. (Instru-mentation)	Lafarge Boral India Pvt Ltd	01/05/2007	NA	NA
Pavan Maheshwari	Process Leader - Quality	Permanent	274,680	47	24	M.Sc.,MBA (Marketing)	Aksh India Limited	01/01/2003	NA	NA
Prashant Kumar Agrawal	Process Leader – FRP Sales	Permanent	246,660	46	12	MBA, B. Sc.(Hons.)	Self Business	12/09/2006	NA	NA
Kanti Swaroop	Process Leader	Permanent	240,180	44	22	MSc, PGDIM	NA	01/06/1996	NA	NA

Annexure -V

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st March 2018
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Aksh Optifibre Limited
F- 1080, RIICO Industrial Area, Phase- III, Bhiwadi- 301019

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Aksh Optifibre Limited (hereinafter called the Company/ AOL). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the AOL's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the secretarial audit. We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Aksh Optifibre Limited ("the Company") for the financial year ended on 31st March 2018 according to applicable provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder including amendments thereof;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment, and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') as applicable:-

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
d. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme)Guidelines, 1999(Not applicable to the Company during the Audit Period);
f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the client;
g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period); and
h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period);
i. The Securities And Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015

(vi) Applicable provisions of The Factories Act, 1948

(vii) Air (Prevention & Control of pollution) Act, 1981, Water (Prevention & Control of pollution) Act, 1974, Environment (Protection) Act, 1986, The Noise Pollution (regulation and control) Rules, 2000.

(viii) Provision of EDLI Scheme 1976 of the Employees Provident Fund and Miscellaneous Provisions Act 1952 and The Employees State Insurance Act, 1948.

(ix) The Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959

(x) Payment of Wages Act 1936 and The Minimum Wages Act, 1948

(xi) Contract Labour (Regulation & Abolition) Act 1970

(xii) Payment of Bonus Act, 1965

(xiii) The Industrial Employment Standing Orders Act, 1946

(xiv) Payment of Gratuity Act, 1972

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange;

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We further report that

The Board of Directors of the Company is duly constituted with the proper balance of Executive Directors, Non-Executive Directors and Independent Directors including the appointment of woman director during the financial year ended 31.03.2018. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all the directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decision at the Board and Committee Meetings are carried out unanimously/requisite majority as case be recorded in the minutes of the respective meeting.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

We further report that during the audit period, we come to know about some points as follows which inter-alia includes and not limited to:

I. The Scheme of Amalgamation of the erstwhile APaksh Broadband Limited (99.92% Subsidiary of the Company) with the Company, as approved by the shareholders and subsequently sanctioned by the Hon'ble National Company Law Tribunal, New Delhi Bench, vide its Order dated November 8, 2017, became effective on November 10, 2017.

II. The Company has altered its Articles of Association with the approval of shareholders of the Company in the Extra-ordinary General Meeting held on March 12, 2018.

III. The Company has applied for the listing of 32,901 Equity shares pursuant to the approval of the Scheme of Amalgamation and received Listing Approval of 32,901 Equity shares from the Bombay Stock Exchange Limited vide its letter no. DCS/AMAL/ST/1065/2017-18 dated March 14, 2018, and from National Stock Exchange of India Limited vide its letter NSE/LIST/15426 dated March 08, 2018.

For Pooja Anand & Associates
Company Secretaries

Date: August 8, 2018
Place: New Delhi

Mukul Tyagi
Company Secretary
ACS: 33949 CP No.: 16631

Annexure -VI

CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO

Particulars pursuant to the Companies (Accounts) Rules, 2014

Information as required pursuant to Companies (Accounts) Rules, 2014 forming part of the Director's Report for the financial year ended March 31, 2018 is as follows:

1. CONSERVATION OF ENERGY

a.	Energy conservation measures taken	The company is continuously engaged in the process of energy conservation by adopting improved efficient maintenance practices. -Removal of all old OFC Machines & installing world's highest speed Machines in the same space has resulted in huge saving of energy & achieving more than double of the Manufacturing capacity. -Old MCC and PCC Panels replaced by new tech. panels. -Electricity Load shifted from 11 KV to more reliable 33 KV transmission line of Rajasthan State Electricity Board. -Development of centralized plant utilities i.e. Compressed Air, Chilling plant, RO Water treatment plant,1600KVA UPS System, DG Sets of 1500KVA,500KVA & 500 KVA. -02Nos. Packaged Air conditioner replaced by imported high efficiency Air coolers. -Old conventional lights replaced by new LED Lights. -155444 KWH Power generated by captively installed Solar plant. -Low power induction furnace /UV Lamps installed in the place of old high power in fibre draw tower.

b.	Additional investments & proposals, if any, being implemented.	Adding Harmonics filters equipment to improve harmonics level & this shall result in reduction of power loss-Investment 12 Lakhs INR Installation of VFD on all motors of more than 5 kw to reduce power loss-investment 10 Lakhs INR Adding imported Air coolers-Investment 27 Lakhs INR. Replaced by LED lights-3.2 Lakhs INR.
c.	Impact of measures of a & b above for reduction of energy consumption & consequent impact on cost of production	Energy conservation measures has resulted in major saving of around 10-15% in terms of energy consumption i.e.14-18 Lakhs KWH or 1.0Cr INR to 1.5 Cr INR.
d.	Total energy consumption and energy consumption per unit of production as per Form 'A' of the Annexure in respect of Industries specified in the schedule thereto	Total Unit consumption in year 2017-2018: 54,20,964+43,87,943+45,23,746=143,32,653 Energy consumption 1.61 KWH / FRP Km Energy consumption 2.3 KWH / Optical Fibre Km Energy consumption 1.9 KWH / FKm Optical Fibre Cable
2.	**TECHNOLOGY ABSORPTION [Research and Development (R&D)]**	
a.	Specific area in which R & D is carried by the Company	-Online fibre colouring with LED Curing system installed on secondary coating lines. -Installed two new automatic rewinding lines in FRP Plant. -Research activities carried on thermal, optical properties of dielectric solids/optical fibre. -Research activities carried out on fibre optic sensors-design & development for strain & temp. measurement. -Development of medium depth submarine cable.
b.	Benefits derived as a result of the above R&D	-To develop special fibre related products new business. -Power saving 100000 Kwh per annum
c.	Future Plan of action	-To introduce new fibre based sensors capable for measuring physical parameters i.e. strain, temp. Pressure, vibrations ,etc. –Addition of UV FRP Production line (2 Nos.). –higher fibre count cable in micro modules design.
d.	Expenditure on R & D.	1.80Cr. +0.50 Cr.=2.30Cr.
3.	**CONSERVATION OF ENERGY**	
a.	Efforts in brief, made through towards technology absorption, adaptation and innovation.	-Use of Energy Efficient water pumps for Air Condition & Process Water supply. -Procurement of Lithium Ion Technology for UPS Power backup in place of Lead Acid Technology. -Procurement of long term solar power at lower prices. -Highly flexible direct connectorised drop cable. -Ribbon drop cables.
b.	Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc.	-Further Reduction of power cost by 2-3%. -Development of new cost effective products to cater to global market.
c.	Information regarding Imported Technology: a. Technology imported b. Year of Import c. Has the technology been fully absorbed d. If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action.	Not applicable.

4. FOREIGN EXCHANGE EARNINGS AND OUTGO

The information of foreign exchange earnings and outflow is furnished in notes to accounts

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Annexure -VII

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
Financial year ended March 31, 2018
Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS

I)	Corporate Identification Number (CIN)	L24305RJ1986PLC016132
ii)	Registration Date	19.03.1986
iii)	Name of the Company	AKSH OPTIFIBRE LIMITED
iv)	Category/Sub-category of the Company	Manufacturing
v)	Address of the Registered office & contact details	F-1080, RIICO Industrial Area, Phase-III Bhiwadi (Alwar) Rajasthan-301019. | Ph. 01493-221333
vi)	Whether Listed Company	Listed Company
vii)	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Karvy Computershare Pvt. Ltd. Karvy Selenium, Tower-B, Plot no. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032 Ph. 0140-6712222
II	**PRINCIAPL BUSINESS ACTIVITIES OF THE COMPANY**	
	The business activities contributing 10% or more of the total turnover of the Company	As per Attachment A
III	**PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**	As per Attachment B
IV	**SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)**	
I)	Category - wise Share Holding	As per Attachment C
ii)	Shareholding of Promoters	As per Attachment D
iii)	Change in Promoter's Shareholding	As per Attachment E
iv)	Shareholding of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs)	As per Attachment F
v)	Shareholding of Directors and Key Managerial Personnel	As per Attachment G
V	**INDEBTNESS**	As per Attachment H
	Indebtness of the Company including outstanding/ accrued but not due for payment	
VI	**REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**	
I)	Remuneration to Managing Director	As per Attachment I
ii)	Remuneration to Other Directors	As per Attachment J
iii)	Remuneration to Key managerial Personnel other than Managing Director	As per Attachment K
VII	**PENALTIES / PUNISHMENTS / COMPOUNDING OF OFFENCES**	As per Attachment L

ATTACHMENT –A
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

S. No	Name and Description of main products/ Services	NIC Code of the product/ service	% to the total turnover of the Company
1	Optical fibre Cables	3619	62.40
2	FRP Rods	3619	22.12

ATTACHMENT–B
III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No	Name of Company	Address of Company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	AOL FZE, UAE	Q1-09-009/A, P.O. Box. 121657, Sharjah Airport Free Zone, Dubai	NA	Subsidiary	100	2(87) (ii)
2	Aksh Composites Private Limited (formerly known as Unitape Mandovi Composites Pvt. Ltd.)	222 Creative Industrial Estate, NM Joshi Marg, Mumbai, Maharashtra - 400011	U74999MH2013PTC249575	Subsidiary	100	2(87) (ii)
3	AOL Technologies FZE	Jebel Ali Free Zone, Dubai, United Arab Emirates	NA	Subsidiary	100	2(87) (ii)
4	Aksh Technologies (Mauritius) Limited	9th Floor, Ebene Tower, 52 Cybercity, Ebene- 1704-01, Mauritius	NA	Subsidiary	100	2(87) (ii)
5	AOL Composites (Jiangsu) Co. Ltd,	Factory No. 01 , Machinery Industrial Park, the East of Bajing Road, Danyang Economic Development Zone, Jiangsu Province China	NA	Step Down Subsidiary (Subsidiary of AOL – FZE, UAE)	100	2(87) (ii)

ATTACHMENT-C

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(1) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the Year				No. of Shares held at the end of the year as on March 31, 2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	19,480,837	-	19,480,837	11.98	24,764,657	-	24,764,657	15.22	3,24
b) Central Govt	-	-	-	-	-	-	-	-	
c) State Govt(s)	-	-	-	-	-	-	-	-	
d) Bodies Corp.	-	-	-	-	-	-	-	-	
e) Banks / FI	-	-	-	-	-	-	-	-	
f) Any other	-	-	-	-	-	-	-	-	
(2) Foreign									
a) Individual/ HUF	25,819,978	-	25,819,978	15.87	20,205,678	-	20,205,678	12.42	-3.45
b) Central Govt	-	-	-	-	-	-	-	-	
c) State Govt(s)	-	-	-	-	-	-	-	-	
d) Bodies Corp.	-	-	-	-	-	-	-	-	
e) Banks / FI	-	-	-	-	-	-	-	-	
f) Any other	-	-	-	-	-	-	-	-	
Total shareholding of Promoters	**45,300,815**	-	**45,300,815**	**27.85**	**44,970,335**	-	**44,970,335**	**27.64**	**-0.21**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	
b) Banks / FI	1,994,925	-	1,994,925	1.23	1,123,431	-	1,123,431	0.69	-0.54
c) Central Govt	-	-	-	-	-	-	-	-	
d) State Govt(s)	-	-	-	-	-	-	-	-	
e) Venture Capital Funds	-	-	-	-	-	-	-	-	
f) Insurance Companies	-	-	-	-	-	-	-	-	
g) FIIs	-	-	-	-	-	-	-	-	
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	
i) Others (specify)									
j) Foreign Portfolio Investors	82,708	-	82,708	0.05	492,000	-	492,000	0.30	0.25
Sub-total (B)(1):-	**2,077,633**	-	**2,077,633**	**1.28**	**1,615,431**	**-**	**1,615,431**	**0.99**	**-0.29**
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	1,9,089,920	3	1,9,089,920	11.74	24,479,110	3	24,479,113	15.05	3.31
ii) Overseas	-	-	-	-					
b) Individuals	-	-	-	-					
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	62,674,139	82,948	6,2,757,087	38.58	61,357,901	90,673	61,448,574	37.77	-0.81
ii)Individual shareholders holding nominal share capital in excess of Rs 1 lakh	27,791,265	1,57,500	27,948,765	17.18	25,918,214	157,500	26,075,714	16.03	-1.15
c) Others (specify) NBFC Registered with RBI	9,000	-	9,000	0.01	21,720	-	21,720	0.01	-
Non Resident Indians	2,937,974	-	2,937,974	1.81	2,925,215	-	2,925,215	1.80	-0.01
Overseas Corporate Bodies	7,000	-	7,000	0.01	-	-	-	-	-0.01
Foreign Nationals	2,000	-	2,000	0	-	-	-	-	-
Clearing Members	2,021,753	-	2,021,753	1.23	644,789	-	644,789	0.40	-0.83
Trusts & Co-operative Societies	135,750	377,370	513,120	0.31	139,710	377,370	517080	0.31	-
Sub-total (B)(2):-	**114,668,801**	**617,821**	**115,286,622**	**70.87**	**115,486,659**	**625,546**	**116,112,205**	**71.37**	**0.50**
Total Public Shareholding (B)=(B)(1)+ B)(2)	**116,746,434**	**617,821**	**117,364,255**	**72.15**	**117,102,090**	**625,546**	**117,727,636**	**72.36**	**0.21**
C. Shares held by Custodian for GDRs & ADRs	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Grand Total (A+B+C)	**162,047,249**	**617,821**	**162,665,070**	**100**	**162,072,425**	**625,546**	**162,697,971**	**100**	**-**

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ATTACHMENT-D

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(2) Shareholding of Promoter& Promoter Group

S.n.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Dr. Kailash S Choudhari	20,539,918	12.63	-	20,205,678	12.42	-	-0.21
2	Mr. Popatlal F Sundesha	5,280,060	3.25	-	1,880	0.01	-	-3.24
3	Mrs. Seema Choudhari	7,000,000	4.30	-	7,000,000	4.30	-	-
4	Dr. Rohan Choudhari	150,500	0.09	-	150,500	0.09	-	-
5	Ms. Rashi Choudhari	150,500	0.09	-	150,500	0.09	-	-
6	Mrs. Sharda Popatlal	3,967,682	2.44	-	6,467,682	3.98	-	1.54
7	Mr. Shailesh Popatlal	5,453,753	3.35	-	6,901,723	4.24	-	0.89
8	Mrs. Bharati Shailesh	2,758,402	1.70	-	4,092,372	2.52	-	0.82

ATTACHMENT-E

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(3) Change in Promoters' Shareholding (please specify, if there is no change)

S.n.	Promoter & Promoter Group	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	45,300,815	27.85	45,300,815	27.85
1	Sale on 03.04.2017	(233,000)	(0.14)	45,067,815	27.71
2	Sale on 05.04.2017	(105,000)	(0.06)	44,962,815	27.64
3	Shares allotted pursuant to Merger 12.02.2018	7520	(0.00)	44,970,335	27.64
	At the end of the year	-	-	44,970,335	27.64

ATTACHMENT-F

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(4) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

S.n.	Type	Name of the Share Holder	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in share holding	Cumulative Shareholding during the year	
			No of Shares	% of total shares of the Company				No. of shares	% of total shares of the Company
1.	Opening Balance	Usha Jain	26,79,477	1.65	31/03/2017			26,79,477	1.65
					28/07/2017	Sale	25,00,000	1,79,477	0.11
					10/11/2017	Sale	1,79,477	-	0.00
	Closing Balance				31/03/2018			-	0.00
2.	Opening Balance	Shilpa Stock Broker Pvt. Ltd.	1,23,665	0.08	31/03/2017			1,23,665	0.08
					07/04/2017	Purchase	13,256	1,36,921	0.08
					07/04/2017	Sale	12,306	1,24,615	0.08
					14/04/2017	Purchase	4,676	1,29,291	0.08
					14/04/2017	Sale	20,381	1,08,910	0.07
					21/04/2017	Sale	19,825	89,085	0.05
					28/04/2017	Purchase	4,800	93,885	0.06
					28/04/2017	Sale	48,875	45,010	0.03
					05/05/2017	Sale	5,875	39,135	0.02
					12/05/2017	Purchase	1,64,074	2,03,209	0.12
					19/05/2017	Purchase	1,69,604	3,72,813	0.23
					26/05/2017	Purchase	1,01,440	4,74,253	0.29
					26/05/2017	Sale	4,400	4,69,853	0.29
					02/06/2017	Purchase	3,20,334	7,90,187	0.49
					09/06/2017	Purchase	27,002	8,17,189	0.50
					16/06/2017	Purchase	1,38,000	9,55,189	0.59
					16/06/2017	Sale	400	9,54,789	0.59
					23/06/2017	Purchase	10,100	9,64,889	0.59
					23/06/2017	Sale	91,850	8,73,039	0.54
					30/06/2017	Purchase	1,29,891	10,02,930	0.62

S.n.	Type	Name of the Share Holder	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in share holding	Cumulative Shareholding during the year	
			No of Shares	% of total shares of the Company				No. of shares	% of total shares of the Company
					30/06/2017	Sale	1,69,225	8,33,705	0.51
					07/07/2017	Purchase	34,314	8,68,019	0.53
					07/07/2017	Sale	8,225	8,59,794	0.53
					14/07/2017	Sale	68,845	7,90,949	0.49
					21/07/2017	Purchase	1,411	7,92,360	0.49
					21/07/2017	Sale	31,764	7,60,596	0.47
					28/07/2017	Purchase	38,170	7,98,766	0.49
					28/07/2017	Sale	1,54,800	6,43,966	0.40
					04/08/2017	Sale	3,00,669	3,43,297	0.21
					11/08/2017	Purchase	12,554	3,55,851	0.22
					11/08/2017	Sale	1,66,615	1,89,236	0.12
					18/08/2017	Purchase	97,500	2,86,736	0.18
					18/08/2017	Sale	8,600	2,78,136	0.17
					25/08/2017	Purchase	3,100	2,81,236	0.17
					25/08/2017	Sale	9,000	2,72,236	0.17
					01/09/2017	Purchase	1,575	2,73,811	0.17
					08/09/2017	Purchase	950	2,74,761	0.17
					08/09/2017	Sale	1,550	2,73,211	0.17
					15/09/2017	Sale	1,39,450	1,33,761	0.08
					22/09/2017	Purchase	800	1,34,561	0.08
					29/09/2017	Purchase	1,64,750	2,99,311	0.18
					06/10/2017	Purchase	2,000	3,01,311	0.19
					13/10/2017	Purchase	100	3,01,411	0.19
					13/10/2017	Sale	225	3,01,186	0.19
					20/10/2017	Sale	100	3,01,086	0.19
					27/10/2017	Purchase	55,890	3,56,976	0.22
					27/10/2017	Sale	3,640	3,53,336	0.22
					31/10/2017	Purchase	1,200	3,54,536	0.22
					31/10/2017	Sale	56,250	2,98,286	0.18
					03/11/2017	Purchase	6,41,592	9,39,878	0.58
					03/11/2017	Sale	650	9,39,228	0.58
					10/11/2017	Purchase	4,16,658	13,55,886	0.83
					17/11/2017	Purchase	3,46,871	17,02,757	1.05
					17/11/2017	Sale	1,100	17,01,657	1.05
					24/11/2017	Purchase	3,49,700	20,51,357	1.26
					24/11/2017	Sale	5,200	20,46,157	1.26
					01/12/2017	Purchase	2,11,700	22,57,857	1.39
					01/12/2017	Sale	200	22,57,657	1.39
					08/12/2017	Purchase	30,100	22,87,757	1.41
					08/12/2017	Sale	1,37,811	21,49,946	1.32
					15/12/2017	Purchase	10,683	21,60,629	1.33
					15/12/2017	Sale	1,13,000	20,47,629	1.26
					22/12/2017	Purchase	43,208	20,90,837	1.29
					22/12/2017	Sale	38,333	20,52,504	1.26
					29/12/2017	Purchase	96,370	21,48,874	1.32
					29/12/2017	Sale	5,80,838	15,68,036	0.96
					05/01/2018	Sale	6,10,205	9,57,831	0.59
					12/01/2018	Purchase	2,42,217	12,00,048	0.74
					12/01/2018	Sale	35,388	11,64,660	0.72
					19/01/2018	Purchase	2,76,421	14,41,081	0.89
					26/01/2018	Purchase	3,39,474	17,80,555	1.09
					26/01/2018	Sale	1,09,450	16,71,105	1.03
					02/02/2018	Purchase	3,79,298	20,50,403	1.26
					09/02/2018	Purchase	2,77,636	23,28,039	1.43
					09/02/2018	Sale	85,000	22,43,039	1.38
					16/02/2018	Purchase	1,99,860	24,42,899	1.50
					16/02/2018	Sale	75,000	23,67,899	1.46
					23/02/2018	Purchase	2,850	23,70,749	1.46
					02/03/2018	Purchase	53,000	24,23,749	1.49
					02/03/2018	Sale	1,45,000	22,78,749	1.40
					09/03/2018	Purchase	3,13,450	25,92,199	1.59
					09/03/2018	Sale	42,000	25,50,199	1.57

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S.n.	Type	Name of the Share Holder	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in share holding	Cumulative Shareholding during the year	
			No of Shares	% of total shares of the Company				No. of shares	% of total shares of the Company
					16/03/2018	Purchase	1,38,100	26,88,299	1.65
					16/03/2018	Sale	2,57,375	24,30,924	1.49
					23/03/2018	Purchase	13,171	24,44,095	1.50
					23/03/2018	Sale	600	24,43,495	1.50
					30/03/2018	Purchase	37,900	24,81,395	1.53
					30/03/2018	Sale	1,24,500	23,56,895	1.45
	Closing Balance				31/03/2018			23,56,895	1.45
3.	Opening Balance	Jatalia Finance Company Limited	14,66,200	0.90	31/03/2017			14,66,200	0.90
					26/05/2017	Purchase	1	14,66,201	0.90
					14/07/2017	Sale	50,000	14,16,201	0.87
					21/07/2017	Sale	2,00,001	12,16,200	0.75
					28/07/2017	Sale	49,600	11,66,600	0.72
					04/08/2017	Sale	40,302	11,26,298	0.69
					18/08/2017	Sale	39,550	10,86,748	0.67
					25/08/2017	Purchase	9,685	10,96,433	0.67
					25/08/2017	Sale	14,685	10,81,748	0.67
					08/09/2017	Sale	1,00,000	9,81,748	0.60
					15/09/2017	Sale	1,86,869	7,94,879	0.49
					13/10/2017	Sale	1,00,000	6,94,879	0.43
					20/10/2017	Sale	25,000	6,69,879	0.41
					31/10/2017	Sale	25,000	6,44,879	0.40
					03/11/2017	Sale	65,000	5,79,879	0.36
					10/11/2017	Sale	65,000	5,14,879	0.32
					01/12/2017	Sale	55,600	4,59,279	0.28
					08/12/2017	Sale	18,745	4,40,534	0.27
					15/12/2017	Purchase	6,700	4,47,234	0.27
					22/12/2017	Sale	40,000	4,07,234	0.25
					29/12/2017	Sale	21,000	3,86,234	0.24
					05/01/2018	Sale	1,000	3,85,234	0.24
					12/01/2018	Sale	2,23,001	1,62,233	0.10
					19/01/2018	Sale	27,578	1,34,655	0.08
					26/01/2018	Sale	14,000	1,20,655	0.07
					16/02/2018	Sale	80,133	40,522	0.02
					23/03/2018	Purchase	6,000	46,522	0.03
	Closing Balance				31/03/2018			46,522	0.03
4.	Opening Balance	Karvy Stock Broking Ltd.	4,01,934	0.25	31/03/2017			4,01,934	0.25
					07/04/2017	Purchase	5,887	4,07,821	0.25
					07/04/2017	Sale	18,374	3,89,447	0.24
					14/04/2017	Sale	54,861	3,34,586	0.21
					21/04/2017	Purchase	14,061	3,48,647	0.21
					21/04/2017	Sale	7,032	3,41,615	0.21
					28/04/2017	Purchase	1,01,138	4,42,753	0.27
					05/05/2017	Purchase	59,765	5,02,518	0.31
					05/05/2017	Sale	60,320	4,42,198	0.27
					12/05/2017	Purchase	63,380	5,05,578	0.31
					19/05/2017	Purchase	85,510	5,91,088	0.36
					19/05/2017	Sale	3,605	5,87,483	0.36
					26/05/2017	Purchase	44,081	6,31,564	0.39
					26/05/2017	Sale	2,23,543	4,08,021	0.25
					02/06/2017	Purchase	7,800	4,15,821	0.26
					02/06/2017	Sale	21,537	3,94,284	0.24
					09/06/2017	Purchase	21,819	4,16,103	0.26
					09/06/2017	Sale	31,426	3,84,677	0.24
					16/06/2017	Purchase	141	3,84,818	0.24
					16/06/2017	Sale	24,447	3,60,371	0.22
					23/06/2017	Purchase	8,615	3,68,986	0.23
					23/06/2017	Sale	7,491	3,61,495	0.22
					30/06/2017	Purchase	5,215	3,66,710	0.23

S.n.	Type	Name of the Share Holder	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in share holding	Cumulative Shareholding during the year	
			No of Shares	% of total shares of the Company				No. of shares	% of total shares of the Company
					30/06/2017	Sale	7,215	3,59,495	0.22
					07/07/2017	Purchase	32,003	3,91,498	0.24
					07/07/2017	Sale	20,679	3,70,819	0.23
					14/07/2017	Purchase	56,360	4,27,179	0.26
					14/07/2017	Sale	46,153	3,81,026	0.23
					21/07/2017	Purchase	41,005	4,22,031	0.26
					21/07/2017	Sale	33,231	3,88,800	0.24
					28/07/2017	Purchase	6,94,235	10,83,035	0.67
					28/07/2017	Sale	47,916	10,35,119	0.64
					04/08/2017	Purchase	20,038	10,55,157	0.65
					04/08/2017	Sale	89,592	9,65,565	0.59
					11/08/2017	Purchase	77,097	10,42,662	0.64
					11/08/2017	Sale	42,909	9,99,753	0.61
					18/08/2017	Purchase	80,674	10,80,427	0.66
					18/08/2017	Sale	1,70,192	9,10,235	0.56
					25/08/2017	Purchase	61,703	9,71,938	0.60
					25/08/2017	Sale	5,86,506	3,85,432	0.24
					01/09/2017	Purchase	2,63,015	6,48,447	0.40
					01/09/2017	Sale	70,438	5,78,009	0.36
					08/09/2017	Purchase	2,43,142	8,21,151	0.50
					08/09/2017	Sale	2,26,648	5,94,503	0.37
					15/09/2017	Purchase	1,73,173	7,67,676	0.47
					15/09/2017	Sale	1,96,442	5,71,234	0.35
					22/09/2017	Purchase	5,569	5,76,803	0.35
					22/09/2017	Sale	78,143	4,98,660	0.31
					29/09/2017	Purchase	28,079	5,26,739	0.32
					29/09/2017	Sale	34,001	4,92,738	0.30
					06/10/2017	Purchase	19,541	5,12,279	0.31
					06/10/2017	Sale	1,37,692	3,74,587	0.23
					13/10/2017	Purchase	2,550	3,77,137	0.23
					13/10/2017	Sale	46,073	3,31,064	0.20
					20/10/2017	Purchase	13,880	3,44,944	0.21
					20/10/2017	Sale	9,306	3,35,638	0.21
					27/10/2017	Purchase	9,428	3,45,066	0.21
					27/10/2017	Sale	7,937	3,37,129	0.21
					31/10/2017	Purchase	30,959	3,68,088	0.23
					31/10/2017	Sale	45,387	3,22,701	0.20
					03/11/2017	Purchase	10,293	3,32,994	0.20
					03/11/2017	Sale	55,025	2,77,969	0.17
					10/11/2017	Purchase	4,18,670	6,96,639	0.43
					10/11/2017	Sale	1,41,370	5,55,269	0.34
					17/11/2017	Purchase	10,82,400	16,37,669	1.01
					17/11/2017	Sale	1,70,114	14,67,555	0.90
					24/11/2017	Purchase	2,956	14,70,511	0.90
					24/11/2017	Sale	-17,921	14,52,590	0.89
					01/12/2017	Purchase	29,931	14,82,521	0.91
					01/12/2017	Sale	-21,879	14,60,642	0.90
					08/12/2017	Purchase	94,004	15,54,646	0.96
					08/12/2017	Sale	-1,26,874	14,27,772	0.88
					15/12/2017	Purchase	28,083	14,55,855	0.90
					15/12/2017	Sale	-29,082	14,26,773	0.88
					22/12/2017	Purchase	24,791	14,51,564	0.89
					22/12/2017	Sale	-19,324	14,32,240	0.88
					29/12/2017	Purchase	12,254	14,44,494	0.89
					29/12/2017	Sale	-78,634	13,65,860	0.84
					30/12/2017	Purchase	1,000	13,66,860	0.84
					05/01/2018	Purchase	25,244	13,92,104	0.86
					05/01/2018	Sale	-32,711	13,59,393	0.84
					12/01/2018	Purchase	62,760	14,22,153	0.87
					12/01/2018	Sale	-7,475	14,14,678	0.87
					19/01/2018	Purchase	10,370	14,25,048	0.88
					19/01/2018	Sale	-9,267	14,15,781	0.87

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S.n.	Type	Name of the Share Holder	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in share holding	Cumulative Shareholding during the year	
			No of Shares	% of total shares of the Company				No. of shares	% of total shares of the Company
					26/01/2018	Purchase	14,089	14,29,870	0.88
					26/01/2018	Sale	-28,989	14,00,881	0.86
					02/02/2018	Purchase	20,685	14,21,566	0.87
					02/02/2018	Sale	-18,716	14,02,850	0.86
					09/02/2018	Purchase	58,885	14,61,735	0.90
					09/02/2018	Sale	-5,96,580	8,65,155	0.53
					16/02/2018	Purchase	15,631	8,80,786	0.54
					16/02/2018	Sale	-18,446	8,62,340	0.53
					23/02/2018	Purchase	89,150	9,51,490	0.58
					23/02/2018	Sale	-56,285	8,95,205	0.55
					02/03/2018	Purchase	1,60,672	10,55,877	0.65
					02/03/2018	Sale	-24,922	10,30,955	0.63
					09/03/2018	Purchase	30,326	10,61,281	0.65
					09/03/2018	Sale	-15,686	10,45,595	0.64
					16/03/2018	Purchase	14,574	10,60,169	0.65
					16/03/2018	Sale	-27,219	10,32,950	0.63
					23/03/2018	Purchase	21,309	10,54,259	0.65
					23/03/2018	Sale	-55,842	9,98,417	0.61
					30/03/2018	Purchase	7,59,685	17,58,102	1.08
					30/03/2018	Sale	-3,03,246	14,54,856	0.89
	Closing Balance				31/03/2018			14,54,856	0.89
5.	Opening Balance	Morgan Securities & Credits Pvt Ltd.	11,80,000	0.73	31/03/2017			11,80,000	0.73
	Closing Balance				31/03/2018			11,80,000	0.73
6.	Opening Balance	ICICI Securities Limited	10,32,233	0.63	31/03/2017			10,32,233	0.63
					07/04/2017	Purchase	10,838	10,43,071	0.64
					07/04/2017	Sale	-7,79,449	2,63,622	0.16
					14/04/2017	Purchase	2,818	2,66,440	0.16
					14/04/2017	Sale	-37,674	2,28,766	0.14
					21/04/2017	Purchase	1,14,212	3,42,978	0.21
					28/04/2017	Purchase	1,18,997	4,61,975	0.28
					28/04/2017	Sale	-1,18,934	3,43,041	0.21
					05/05/2017	Purchase	23,131	3,66,172	0.23
					05/05/2017	Sale	-38,979	3,27,193	0.20
					12/05/2017	Purchase	28,858	3,56,051	0.22
					12/05/2017	Sale	-1,600	3,54,451	0.22
					19/05/2017	Purchase	48,339	4,02,790	0.25
					19/05/2017	Sale	-23,469	3,79,321	0.23
					26/05/2017	Purchase	28,140	4,07,461	0.25
					26/05/2017	Sale	-40,502	3,66,959	0.23
					02/06/2017	Purchase	10,126	3,77,085	0.23
					02/06/2017	Sale	-62,259	3,14,826	0.19
					09/06/2017	Purchase	10,825	3,25,651	0.20
					09/06/2017	Sale	-12,840	3,12,811	0.19
					16/06/2017	Purchase	17,036	3,29,847	0.20
					16/06/2017	Sale	-29,763	3,00,084	0.18
					23/06/2017	Sale	-31,353	2,68,731	0.17
					30/06/2017	Purchase	22,918	2,91,649	0.18
					30/06/2017	Sale	-13,335	2,78,314	0.17
					07/07/2017	Purchase	1,56,395	4,34,709	0.27
					07/07/2017	Sale	-68,774	3,65,935	0.22
					14/07/2017	Purchase	29,011	3,94,946	0.24
					14/07/2017	Sale	-1,00,527	2,94,419	0.18
					21/07/2017	Purchase	4,48,834	7,43,253	0.46
					21/07/2017	Sale	-63,476	6,79,777	0.42
					28/07/2017	Sale	-5,67,613	1,12,164	0.07
					04/08/2017	Sale	-47,789	64,375	0.04
					11/08/2017	Purchase	7,915	72,290	0.04
					11/08/2017	Sale	-17,055	55,235	0.03

S.n.	Type	Name of the Share Holder	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in share holding	Cumulative Shareholding during the year	
			No of Shares	% of total shares of the Company				No. of shares	% of total shares of the Company
					18/08/2017	Purchase	3,07,544	3,62,779	0.22
					25/08/2017	Sale	-3,16,187	46,592	0.03
					01/09/2017	Purchase	45,103	91,695	0.06
					08/09/2017	Sale	-15,212	76,483	0.05
					15/09/2017	Sale	-38,762	37,721	0.02
					22/09/2017	Purchase	63,406	1,01,127	0.06
					22/09/2017	Sale	-1,133	99,994	0.06
					29/09/2017	Sale	-89,984	10,010	0.01
					06/10/2017	Purchase	8,641	18,651	0.01
					06/10/2017	Sale	-2,781	15,870	0.01
					13/10/2017	Purchase	55,530	71,400	0.04
					20/10/2017	Purchase	15,000	86,400	0.05
					20/10/2017	Sale	-29,865	56,535	0.03
					27/10/2017	Purchase	46,094	1,02,629	0.06
					27/10/2017	Sale	-9,000	93,629	0.06
					31/10/2017	Purchase	3,79,108	4,72,737	0.29
					31/10/2017	Sale	-5,900	4,66,837	0.29
					03/11/2017	Purchase	1,90,633	6,57,470	0.40
					10/11/2017	Purchase	5,300	6,62,770	0.41
					10/11/2017	Sale	-3,44,496	3,18,274	0.20
					17/11/2017	Sale	-2,42,998	75,276	0.05
					24/11/2017	Purchase	8,574	83,850	0.05
					01/12/2017	Purchase	27,884	1,11,734	0.07
					01/12/2017	Sale	-29,406	82,328	0.05
					08/12/2017	Sale	-70,391	11,937	0.01
					15/12/2017	Purchase	34,499	46,436	0.03
					15/12/2017	Sale	-1,743	44,693	0.03
					22/12/2017	Purchase	94,465	1,39,158	0.09
					29/12/2017	Sale	-64,644	74,514	0.05
					30/12/2017	Purchase	100	74,614	0.05
					05/01/2018	Purchase	1,868	76,482	0.05
					05/01/2018	Sale	-47,600	28,882	0.02
					12/01/2018	Purchase	51,435	80,317	0.05
					19/01/2018	Purchase	15,969	96,286	0.06
					26/01/2018	Purchase	2,034	98,320	0.06
					26/01/2018	Sale	-14,717	83,603	0.05
					02/02/2018	Purchase	77,767	1,61,370	0.10
					09/02/2018	Sale	-64,227	97,143	0.06
					16/02/2018	Purchase	53,869	1,51,012	0.09
					23/02/2018	Sale	-1,32,214	18,798	0.01
					02/03/2018	Purchase	6,463	25,261	0.02
					09/03/2018	Purchase	11,133	36,394	0.02
					16/03/2018	Sale	-15,745	20,649	0.01
					23/03/2018	Purchase	42,759	63,408	0.04
					30/03/2018	Purchase	50,694	1,14,102	0.07
	Closing Balance				31/03/2018			1,14,102	0.07
7.	Opening Balance	ICICI Bank Limited	9,96,542	0.61	31/03/2017			9,96,542	0.61
					07/04/2017	Sale	-1,93,381	8,03,161	0.49
					14/04/2017	Purchase	23,939	8,27,100	0.51
					21/04/2017	Purchase	6,582	8,33,682	0.51
					28/04/2017	Purchase	23,364	8,57,046	0.53
					05/05/2017	Sale	-98,331	7,58,715	0.47
					12/05/2017	Purchase	2,989	7,61,704	0.47
					19/05/2017	Sale	-2,830	7,58,874	0.47
					26/05/2017	Purchase	504	7,59,378	0.47
					02/06/2017	Sale	-4,813	7,54,565	0.46
					16/06/2017	Sale	-310	7,54,255	0.46
					23/06/2017	Purchase	99,099	8,53,354	0.52
					30/06/2017	Sale	-1,51,665	7,01,689	0.43
					07/07/2017	Sale	-53,212	6,48,477	0.40

S.n.	Type	Name of the Share Holder	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in share holding	Cumulative Shareholding during the year	
			No of Shares	% of total shares of the Company				No. of shares	% of total shares of the Company
					14/07/2017	Purchase	2,268	6,50,745	0.40
					21/07/2017	Sale	-3,363	6,47,382	0.40
					28/07/2017	Purchase	5,877	6,53,259	0.40
					04/08/2017	Purchase	7,460	6,60,719	0.41
					11/08/2017	Sale	-93	6,60,626	0.41
					18/08/2017	Purchase	93	6,60,719	0.41
					25/08/2017	Purchase	4,86,141	11,46,860	0.71
					01/09/2017	Sale	-2,02,549	9,44,311	0.58
					08/09/2017	Sale	-3,700	9,40,611	0.58
					15/09/2017	Sale	-14,801	9,25,810	0.57
					22/09/2017	Purchase	18,518	9,44,328	0.58
					29/09/2017	Sale	-11,492	9,32,836	0.57
					06/10/2017	Purchase	1,26,998	10,59,834	0.65
					13/10/2017	Purchase	79,994	11,39,828	0.70
					20/10/2017	Purchase	1,946	11,41,774	0.70
					27/10/2017	Purchase	32,888	11,74,662	0.72
					31/10/2017	Sale	-77,603	10,97,059	0.67
					03/11/2017	Sale	-72,230	10,24,829	0.63
					10/11/2017	Purchase	69,243	10,94,072	0.67
					17/11/2017	Sale	-10,94,072	-	0.00
					09/02/2018	Purchase	6,04,957	6,04,957	0.37
					16/02/2018	Sale	-2,471	6,02,486	0.37
					23/02/2018	Sale	-180	6,02,306	0.37
					02/03/2018	Sale	-1,52,732	4,49,574	0.28
					09/03/2018	Purchase	2,55,438	7,05,012	0.43
					16/03/2018	Purchase	10,646	7,15,658	0.44
					23/03/2018	Purchase	47,776	7,63,434	0.47
					30/03/2018	Sale	-33,202	7,30,232	0.45
	Closing Balance				31/03/2018			7,30,232	0.45
8.	Opening Balance	Ruksana Limited	9,69,147	0.60	31/03/2017			9,69,147	0.60
					07/04/2017	Purchase	3,614	9,72,761	0.60
					14/04/2017	Sale	-1,00,000	8,72,761	0.54
					21/04/2017	Purchase	7,239	8,80,000	0.54
					28/04/2017	Purchase	35,720	9,15,720	0.56
					05/05/2017	Purchase	9,280	9,25,000	0.57
					26/05/2017	Sale	-3,15,000	6,10,000	0.38
					02/06/2017	Sale	-50,000	5,60,000	0.34
					02/03/2018	Purchase	16,650	5,76,650	0.35
					31/03/2018	Sale	-10,000	5,66,650	0.35
	Closing Balance				31/03/2018			5,66,650	0.35
9.	Opening Balance	AXIS Bank Limited	9,58,383	0.59	31/03/2017			9,58,383	0.59
					07/04/2017	Purchase	730	9,59,113	0.59
					14/04/2017	Purchase	500	9,59,613	0.59
					21/04/2017	Sale	-26,810	9,32,803	0.57
					28/04/2017	Purchase	1,11,630	10,44,433	0.64
					05/05/2017	Purchase	1,01,000	11,45,433	0.70
					12/05/2017	Sale	-32,220	11,13,213	0.68
					19/05/2017	Purchase	7,110	11,20,323	0.69
					26/05/2017	Sale	-1,483	11,18,840	0.69
					02/06/2017	Sale	-12,371	11,06,469	0.68
					09/06/2017	Sale	-10,941	10,95,528	0.67
					16/06/2017	Sale	-33,599	10,61,929	0.65
					23/06/2017	Purchase	1,26,831	11,88,760	0.73
					23/06/2017	Sale	-18,250	11,70,510	0.72
					30/06/2017	Purchase	1,95,580	13,66,090	0.84
					30/06/2017	Sale	-620	13,65,470	0.84
					07/07/2017	Sale	-27,180	13,38,290	0.82
					14/07/2017	Sale	-9,350	13,28,940	0.82

S.n.	Type	Name of the Share Holder	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in share holding	Cumulative Shareholding during the year	
			No of Shares	% of total shares of the Company				No. of shares	% of total shares of the Company
					21/07/2017	Purchase	7,321	13,36,261	0.82
					28/07/2017	Sale	-2,90,917	10,45,344	0.64
					04/08/2017	Purchase	46,482	10,91,826	0.67
					11/08/2017	Purchase	1,25,717	12,17,543	0.75
					18/08/2017	Sale	-1,14,082	11,03,461	0.68
					25/08/2017	Purchase	1,228	11,04,689	0.68
					01/09/2017	Sale	-96,060	10,08,629	0.62
					08/09/2017	Purchase	25,172	10,33,801	0.64
					15/09/2017	Purchase	90,555	11,24,356	0.69
					22/09/2017	Sale	-34,665	10,89,691	0.67
					29/09/2017	Purchase	9,150	10,98,841	0.68
					29/09/2017	Sale	-2,82,012	8,16,829	0.50
					06/10/2017	Purchase	1,87,443	10,04,272	0.62
					13/10/2017	Purchase	20,515	10,24,787	0.63
					20/10/2017	Purchase	1,71,951	11,96,738	0.74
					20/10/2017	Sale	-1,43,985	10,52,753	0.65
					27/10/2017	Sale	-34,250	10,18,503	0.63
					31/10/2017	Sale	-1,36,500	8,82,003	0.54
					03/11/2017	Purchase	1,79,610	10,61,613	0.65
					10/11/2017	Sale	-53,227	10,08,386	0.62
					17/11/2017	Sale	-9,16,289	92,097	0.06
					24/11/2017	Purchase	2,100	94,197	0.06
					01/12/2017	Sale	-200	93,997	0.06
					15/12/2017	Purchase	2,660	96,657	0.06
					22/12/2017	Sale	-4,730	91,927	0.06
					05/01/2018	Purchase	76,000	1,67,927	0.10
					12/01/2018	Sale	-80,100	87,827	0.05
					19/01/2018	Purchase	7,652	95,479	0.06
					26/01/2018	Sale	-26,955	68,524	0.04
					02/02/2018	Purchase	1,63,098	2,31,622	0.14
					09/02/2018	Purchase	37,760	2,69,382	0.17
					16/02/2018	Purchase	34,560	3,03,942	0.19
					23/02/2018	Sale	-1,02,425	2,01,517	0.12
					02/03/2018	Purchase	1,26,511	3,28,028	0.20
					09/03/2018	Sale	-2,51,050	76,978	0.05
					16/03/2018	Purchase	2,88,950	3,65,928	0.22
					23/03/2018	Purchase	18,383	3,84,311	0.24
					30/03/2018	Sale	-24,000	3,60,311	0.22
	Closing Balance				31/03/2018			3,60,311	0.22
10.	Opening Balance	Angel Broking Pvt Ltd	9,30,621	0.57	31/03/2017			9,30,621	0.57
					07/04/2017	Purchase	1,08,330	10,38,951	0.64
					07/04/2017	Sale	-1,42,154	8,96,797	0.55
					14/04/2017	Purchase	20,677	9,17,474	0.56
					14/04/2017	Sale	-1,21,626	7,95,848	0.49
					21/04/2017	Purchase	1,08,367	9,04,215	0.56
					21/04/2017	Sale	-32,494	8,71,721	0.54
					28/04/2017	Purchase	1,42,865	10,14,586	0.62
					28/04/2017	Sale	-1,06,784	9,07,802	0.56
					05/05/2017	Purchase	56,796	9,64,598	0.59
					05/05/2017	Sale	-21,916	9,42,682	0.58
					12/05/2017	Purchase	48,774	9,91,456	0.61
					12/05/2017	Sale	-84,236	9,07,220	0.56
					19/05/2017	Purchase	61,394	9,68,614	0.60
					19/05/2017	Sale	-49,215	9,19,399	0.57
					26/05/2017	Purchase	1,80,557	10,99,956	0.68
					26/05/2017	Sale	-49,757	10,50,199	0.65
					02/06/2017	Purchase	65,808	11,16,007	0.69
					02/06/2017	Sale	-1,43,166	9,72,841	0.60
					09/06/2017	Purchase	27,277	10,00,118	0.61
					09/06/2017	Sale	-11,566	9,88,552	0.61

S.n.	Type	Name of the Share Holder	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in share holding	Cumulative Shareholding during the year	
			No of Shares	% of total shares of the Company				No. of shares	% of total shares of the Company
					16/06/2017	Purchase	13,608	10,02,160	0.62
					16/06/2017	Sale	-55,823	9,46,337	0.58
					23/06/2017	Purchase	1,62,734	11,09,071	0.68
					23/06/2017	Sale	-2,36,763	8,72,308	0.54
					30/06/2017	Purchase	22,370	8,94,678	0.55
					30/06/2017	Sale	-23,262	8,71,416	0.54
					07/07/2017	Purchase	54,489	9,25,905	0.57
					07/07/2017	Sale	-1,19,700	8,06,205	0.50
					14/07/2017	Purchase	98,615	9,04,820	0.56
					14/07/2017	Sale	-22,392	8,82,428	0.54
					21/07/2017	Purchase	1,57,138	10,39,566	0.64
					21/07/2017	Sale	-1,16,229	9,23,337	0.57
					28/07/2017	Purchase	1,71,687	10,95,024	0.67
					28/07/2017	Sale	-1,84,453	9,10,571	0.56
					04/08/2017	Purchase	4,25,115	13,35,686	0.82
					04/08/2017	Sale	-4,34,127	9,01,559	0.55
					11/08/2017	Purchase	1,11,878	10,13,437	0.62
					11/08/2017	Sale	-68,162	9,45,275	0.58
					18/08/2017	Purchase	1,86,148	11,31,423	0.70
					18/08/2017	Sale	-1,25,237	10,06,186	0.62
					25/08/2017	Purchase	1,48,591	11,54,777	0.71
					25/08/2017	Sale	-1,50,239	10,04,538	0.62
					01/09/2017	Purchase	1,96,398	12,00,936	0.74
					01/09/2017	Sale	-2,66,160	9,34,776	0.57
					08/09/2017	Purchase	89,190	10,23,966	0.63
					08/09/2017	Sale	-96,693	9,27,273	0.57
					15/09/2017	Purchase	47,459	9,74,732	0.60
					15/09/2017	Sale	-1,34,765	8,39,967	0.52
					22/09/2017	Purchase	1,78,942	10,18,909	0.63
					22/09/2017	Sale	-1,67,097	8,51,812	0.52
					29/09/2017	Purchase	64,021	9,15,833	0.56
					29/09/2017	Sale	-58,125	8,57,708	0.53
					06/10/2017	Purchase	72,483	9,30,191	0.57
					06/10/2017	Sale	-56,183	8,74,008	0.54
					13/10/2017	Purchase	66,600	9,40,608	0.58
					13/10/2017	Sale	-49,299	8,91,309	0.55
					20/10/2017	Purchase	71,319	9,62,628	0.59
					20/10/2017	Sale	-67,966	8,94,662	0.55
					27/10/2017	Purchase	68,778	9,63,440	0.59
					27/10/2017	Sale	-62,464	9,00,976	0.55
					31/10/2017	Purchase	1,25,714	10,26,690	0.63
					31/10/2017	Sale	-70,745	9,55,945	0.59
					03/11/2017	Purchase	1,88,933	11,44,878	0.70
					03/11/2017	Sale	-1,32,526	10,12,352	0.62
					10/11/2017	Purchase	4,69,783	14,82,135	0.91
					10/11/2017	Sale	-2,29,069	12,53,066	0.77
					17/11/2017	Purchase	2,82,294	15,35,360	0.94
					17/11/2017	Sale	-2,48,584	12,86,776	0.79
					24/11/2017	Purchase	1,29,842	14,16,618	0.87
					24/11/2017	Sale	-90,864	13,25,754	0.82
					01/12/2017	Purchase	1,59,911	14,85,665	0.91
					01/12/2017	Sale	-1,22,643	13,63,022	0.84
					08/12/2017	Purchase	13,803	13,76,825	0.85
					08/12/2017	Sale	-1,00,446	12,76,379	0.78
					15/12/2017	Purchase	46,627	13,23,006	0.81
					15/12/2017	Sale	-1,18,961	12,04,045	0.74
					22/12/2017	Purchase	18,081	12,22,126	0.75
					22/12/2017	Sale	-1,96,175	10,25,951	0.63
					29/12/2017	Purchase	1,04,415	11,30,366	0.69
					29/12/2017	Sale	-16,312	11,14,054	0.68
					30/12/2017	Sale	-2,500	11,11,554	0.68
					05/01/2018	Purchase	3,08,261	14,19,815	0.87

S.n.	Type	Name of the Share Holder	Shareholding at the beginning of the year		Date	Reason	Increase/ Decrease in share holding	Cumulative Shareholding during the year	
			No of Shares	% of total shares of the Company				No. of shares	% of total shares of the Company
					05/01/2018	Sale	-2,81,118	11,38,697	0.70
					12/01/2018	Purchase	2,80,318	14,19,015	0.87
					12/01/2018	Sale	-2,43,543	11,75,472	0.72
					19/01/2018	Purchase	51,662	12,27,134	0.75
					19/01/2018	Sale	-91,315	11,35,819	0.70
					26/01/2018	Purchase	21,867	11,57,686	0.71
					26/01/2018	Sale	-79,438	10,78,248	0.66
					02/02/2018	Purchase	84,220	11,62,468	0.71
					02/02/2018	Sale	-52,875	11,09,593	0.68
					09/02/2018	Purchase	28,601	11,38,194	0.70
					09/02/2018	Sale	-1,96,929	9,41,265	0.58
					16/02/2018	Purchase	1,66,021	11,07,286	0.68
					16/02/2018	Sale	-33,894	10,73,392	0.66
					23/02/2018	Purchase	1,61,197	12,34,589	0.76
					23/02/2018	Sale	-1,57,952	10,76,637	0.66
					02/03/2018	Purchase	17,639	10,94,276	0.67
					02/03/2018	Sale	-1,15,294	9,78,982	0.60
					09/03/2018	Purchase	46,033	10,25,015	0.63
					09/03/2018	Sale	-95,172	9,29,843	0.57
					16/03/2018	Purchase	26,309	9,56,152	0.59
					16/03/2018	Sale	-73,580	8,82,572	0.54
					23/03/2018	Purchase	65,838	9,48,410	0.58
					23/03/2018	Sale	-83,515	8,64,895	0.53
					30/03/2018	Purchase	42,306	9,07,201	0.56
					30/03/2018	Sale	-62,546	8,44,655	0.52
					31/03/2018	Sale	-3,602	8,41,053	0.52
	Closing Balance				31/03/2018			8,41,053	0.52

The above information is based on the weekly beneficiary position received from Depositories.

ATTACHMENT-G

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(5) Shareholding of Directors and Key Managerial Personnel:

S.N.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of Shares	% of total shares of the Company	No of Shares	% of total shares of the Company
1.	Dr. Kailash S. Choudhari				
	(Chairman)				
	At the beginning of the year	**20,539,918**	**12.63**	**20,539,918**	**12.63**
	Sale on 03.04.2017	(233,000)	(0.14)	20,306,918	12.49
	Sale on 05.04.2017	(105,000)	(0.07)	20,201,918	12.42
	Shares allotted pursuant to Merger 12.02.2018	3760	0.00	20,205,678	12.42
	At the end of the year	-	-	20,205,678	12.42
2.	Mr. Satyendra Gupta (KMP)				
	At the beginning of the year	100	0.00	100	0.00
	Increase/ Decrease	-	-	-	-
	At the end of the year	-	-	100	0.00

ATTACHMENT-H

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(₹ In Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	10,102.23	3,017.84	-	**13,120.07**
ii) Interest due but not paid	-	-	-	**-**
iii) Interest accrued but not due	71.08	-	-	**71.08**
Total (i+ii+iii)	**10,173.31**	**3,017.84**	-	**13,191.15**
Change in Indebtedness during the financial year				**-**
Addition	13,546.73	2,952.99	-	**16,499.72**
Reduction	(6,653.00)	(33.07)	-	**(6,686.07)**
Net Change	**6,893.73**	**2,919.92**		**9,813.65**
Indebtedness at the end of the financial year			-	**-**
i) Principal Amount	17,065.81	5,935.47		23,001.28
ii) Interest due but not paid		-		-
iii) Interest accrued but not due	1.23	2.29		3.52
Total (i+ii+iii)	**17,067.04**	**5,937.76**		**23,004.80**

ATTACHMENT–I

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A.Remuneration to Managing Director, Whole-time Directors and/or Manager

(₹ In Lakhs)

S.N.	Particulars of Remuneration paid to Managing Director	Mr. Satyendra Gupta *	Dr. Kailash S Choudhari**	Total Amount
1.	Gross Salary	104.22	-	104.22
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of Profit - others, (On Dividend)	 17.15 -	 - -	 17.15 -
5.	Others, please specify -Fee for attending Board & Committee meetings	 -	 2.26	 2.26
	Total (A)	**121.37**	**2.26**	**123.63**
	Ceiling as per the Act			**183.21**

** Mr. Satyendra Gupta was appointed as Deputy Managing Director w.e.f. May 28, 2016.*

*** Dr. Kailash S Choudhari appointed as Chairman & Managing Director w.e.f 01st June, 2015 on NIL remuneration and has received only sitting fees for attending the Board /Committee Meetings. However Dr. Kailash S. Choudhari received the remuneration of Rs. 484.38/- Lakhs from AOL FZE and AOL Technologies FZE (Wholly Owned Subsidiary) during the financial year 2017-18.*

ATTACHMENT–J

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

B. Remuneration to other Directors

(₹ In Lakhs)

S.N.	Particulars of Remuneration	Name of Directors					Total Amount
		Amrit Nath	Gauri Shankar	Devika Ravindran	Dinesh Kr. Mathur (till August 12, 2017)	B.R. Rakhecha	
1.	**Independent Directors**						
	Fee for attending Board & Committee meetings	3.06	2.20	2.10	-	-	7.36
	Commission	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-
	Total (1)	**3.06**	**2.20**	**2.10**	-		**7.36**
	Other Non-Executive Directors						
2.	Fee for attending Board & Committee meetings	-	-	-	-	2.46	2.46
3.	Commission	-	-	-	-	-	-
4.	Others (please specify) **Professional Consultancy Charges (Including perquisites)**	-	-	-	-	68.83*	68.83
5.	Total (2)	-	-	-	-	**71.29**	**71.29**
	Total (B)=(1+2)	**3.06**	**2.20**	**2.10**	-	**71.29**	**78.65**
	Overall Ceiling as per the Act						**36.64**

** Excluded from the overall ceiling of remuneration to Non-Executive Directors.*

ATTACHMENT–K

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

(₹ In Lakhs)

S.N.	Particulars of Remuneration	Key Managerial Personnel		
		CFO Pawan Kumar Gambhir (from May 28, 2016)	CS [Gaurav Mehta]	Total Amount
1.	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	57.68	46.83	104.51
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	**Commission**			
	- as % of profit			
	others, [On Dividend]	-	-	-
5.	Others, please specify	-	-	-
	Total	**57.68**	**46.83**	**104.51**

ATTACHMENT–L

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

There were no penalties/punishment/compounding of offences for breach of any section of Companies Act against the Company or its Directors or other officers in default, if any, during the year.

Corporate Governance Report

CONTINUED DEDICATION TO CORPORATE FAIRNESS, TRANSPERENCY AND ACCOUNTABILITY

Your Company believes in conducting its affairs with the highest levels of integrity, proper authorizations, accountability, disclosure and transparency. The Company strongly believes in maintaining a simple and transparent corporate structure driven solely by business needs. Shareholders' interests are on utmost priority and the management is only a trustee to carry out the activities in a truthful and fruitful manner.

The details of the Corporate Governance compliance by the Company as per the Regulation 34(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations, 2015") entered into with Stock Exchanges are as under:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

AKSH is committed to attain the highest levels of transparency, accountability and equity in all facets of its operations and in all its interactions with its shareholders, employees, government, lenders and the society at large. The underlying goal of the Company is to enhance its overall enterprise value and retain the trust and faith of all its valuable stakeholders, over a sustainable tenure.

Good Governance is an essential and integral part of corporate success and sustainable economic growth encouraging the efficient use of resources and equally to require accountability for the stewardship of those resources.
In addition to the adherence to its philosophy and values, the Company has also complied with the Regulations & Schedule as per Listing Regulations, 2015, which deals with the compliance of Corporate Governance requirements. A detail, in line with the same is as follows:

2. THE BOARD OF DIRECTORS

Composition

The Company's policy is to maintain an optimum balance of Executive & Non-Executive Directors as per Regulation 17(1) of the Listing Regulations, 2015. The Composition of the Board and category of Directors as on March 31, 2018 is as follows:

Category	Name of Director(s)
Promoter and Chairman & Managing Director	Dr. Kailash S Choudhari
Deputy Managing Director	Mr. Satyendra Gupta
Non-Executive Non Independent Director	Mr. B. R. Rakhecha
Independent Directors	Mr. Amrit Nath
	Mr. D. K. Mathur*
	Ms. Devika Raveendran
	Mr. Gauri Shankar**

* Ceased to be Director w.e.f. August 12, 2017.

** Appointed as an Independent Director by the shareholders for a term of 5 years w.e.f. April 8, 2017

After the closure of Financial Year 2017-18, the term of Dr. Kailash S. Choudhari as Chairman & Managing Director, expired on May 31, 2018 and w.e.f. June 1, 2018 Dr. Choudhari continued his Directorship as Chairman and Non-Executive Director of the Company.

As per the statutory requirements of Regulation 26(1) of the Listing Regulations 2015, as entered with the Stock Exchanges none of the Directors on the Board of your Company are holding directorships in more than 15 Public Companies and memberships of more than 10 Committees along with the Chairmanships of not more than 5 Committees across all the Companies in which they are Directors. All the Non- Executive Directors except Independent Directors, on the Board of your Company are liable to retire by rotation unless otherwise specifically approved by the shareholders.

As per the statutory requirements of the Listing Regulations, 2015 all the Independent Directors on the Board of your Company are experienced and renowned persons from their respective fields. They take active part in the Board and Committee meetings which add value in the decision making process of the Board of Directors.

Board Functioning & Procedure

The Company believes that the core of its corporate governance practice is the Board, which oversees how the management serves and protects the long-term interests of all stakeholders of the Company. An active, well-informed and independent Board is necessary to ensure the highest standards of corporate governance. The Company believes that composition of Board is conducive for making decisions expediently, with the benefit of a variety of perspectives and skills, and in the best interests of the Company as a whole rather than of individual shareholders or interest groups.

In accordance with the provisions of Regulation 17(2) of the Listing Regulations 2015, the Board meets at least once in every quarter to review the quarterly results and other items of agenda as required under Listing Regulations 2015, and if necessary, additional meetings are held. The Chairman of the Board and the Company Secretary discuss the items to be included in the agenda and the agenda is sent in advance to the Directors along with the draft of relevant documents and explanatory notes.

During the financial year ended on March 31, 2018, the Board of Directors had 7 (Seven) meetings with not more than one hundred and twenty days gap between any two meetings. The date of Board Meetings held during the year is as follows:

(i) April 8, 2017 (ii) April 28, 2017 (iii) May 22, 2017 (iv) August 12, 2017 (v) September 28, 2017 (vi) November 10, 2017 (adjourned to November 13, 2017) (vii) February 12, 2018

The Board of Directors granted leave of absence to the absentee Directors in the respective Board Meetings.

The shareholding of the Board of Directors, attendance in Board Meeting and at the last Annual General Meeting, Number of other Directorships, Committee memberships and Chairmanships held by them are given below:

Name	Shares held	No. of other Director ships*	No of other Committee positions held**		No. of Board Meetings attended during 17-18	Attendance at the 30th AGM held on December 26, 2017
			Chairman	Member		
Dr. Kailash S. Choudhari	20,205,678	Nil	Nil	Nil	7	Yes
Mr. Satyendra Gupta	100	Nil	Nil	Nil	6	Yes
Mr. D. K. Mathur^	30,000	Nil	Nil	Nil	0	NA
Mr. B. R. Rakhecha	Nil	1	Nil	Nil	7	Yes
Mr. Amrit Nath	Nil	Nil	Nil	Nil	7	Yes
Ms. Devika Raveendran	Nil	Nil	Nil	Nil	6	No
Mr. Gauri Shankar^^	Nil	3	1	3	6	Yes

^ Ceased to Director w.e.f August 12, 2017

^^ Appointed as an Independent Director by the shareholders for a term of 5 years w.e.f. April 8, 2017

**Directorships in private companies, foreign companies & Section 8 companies are excluded.*

***Only Audit and Stakeholders Relationship Committee of other Companies are considered.*

No Director is related to any other Director/Key Managerial Personnel of the Company as on March 31, 2018.

Separate Independent Directors' Meetings

As per the provisions of the Companies Act 2013 & Regulation 25(3) of Listing Regulations 2015, the Independent Directors have to meet at least once in a year, without the presence of Executive Directors or Management representatives.

The Independent Directors met once, i.e. on May 22, 2017 during the Financial Year ended March 31, 2018 to take note of the following activities to be undertaken by them:

- the performance of non-Independent Directors and the Board as a whole;
- the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non- Executive Directors;
- the parameters for evaluation of Independent Directors; and
- The quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Directors' Induction and Familiarization

The provision of an appropriate induction programme for new Directors and ongoing training for existing Directors is a major contributor to the maintenance of high Corporate Governance standards of the Company. The Company Secretary is responsible for ensuring that such induction and training programmes are provided to Directors. The Independent Directors, from time to time request management to provide detailed understanding of any specific project, activity or process of the Company. The management provides such information and training either at the meeting of Board of Directors or otherwise. The induction process is designed to:

a. build an understanding of Aksh, its businesses and the markets and regulatory environment in which it operates;
b. provide an appreciation of the role and responsibilities of the Director;
c. fully equip Directors to perform their role on the Board effectively; and
d. develop understanding of Company's people and its key stakeholder relationships.

Upon appointment, Directors receive a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments.

In addition to the induction and training provided as part of the familiarization programme, the Independent Directors are also taken through business activities of the Company in the Board meetings to discuss future strategy.

The details of Director's induction and familiarization are available on the Company's website at http://www.akshoptifibre.com/corporate-governance.php

Board Evaluation

The Nomination and Remuneration Committee of the Company has approved an Evaluation Policy, adopted by the Board of Directors. The policy provides for evaluation of the Board, the Committees of the Board and individual Directors, including the Chairman of the Board.

Upon conclusion of the F.Y. 2017-18, the Evaluation was completed by the Company which included the Evaluation of the Board as a whole, Board Committees and Directors. The Evaluation process . focused on various aspects of the Board and Committees functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors on parameters such as attendance, contribution and independent judgment.

The results of the Evaluation were shared with the Board, Chairman of respective Committees and individual Directors. Based on the outcome of the Evaluation, the Board and Committees have agreed on the action plan to improve on the identified parameters

Performance Evaluation of Independent Directors:

Pursuant to Regulation 17 of Listing Regulations, 2015 and Schedule IV of Companies Act, 2013, the Board had carried out the evaluation of Independent Directors as per the criteria laid by the Nomination and Remuneration Committee and adopted by the Board.

Code of Conduct

The Board of Directors has adopted the Code of Conduct and Ethics for Directors and Senior Management personnel. The Code has also been posted on the Company's website www.akshoptifibre.com.

The Code has been circulated to all the members of the Board and senior management personnel and the compliance with the Code of Conduct and Ethics is affirmed by them annually.

A declaration signed by the Chairman & Managing Director of the Company is given below:

This is to certify that, to the best of my knowledge and belief, for the financial year ended on March 31, 2018, all Board members and Senior Management Personnel have affirmed compliance with the code of Conduct for Directors and Senior Management respectively.

Dr. Kailash S. Choudhari
Chairman
DIN No. 00023824

Date: August 9, 2018

3. COMMITTEES OF DIRECTORS & POLICIES

Meetings of Board Committees held during the year and Director's Attendance:

Board Committees	Audit Committee	Stakeholders Relationship Committee	CSR Committee	Nomination & Remuneration Committee	Finance Committee
Meetings held	7	3	2	3	7
Director's Attendance					
Dr. Kailash S. Choudhari^	NA	2	NA	3	NA
Satyendra Gupta^^	NA	0	2	NA	7
B. R. Rakhecha	NA	3	2	2	7
D. K Mathur ^^^	0	NA	NA	0	NA
Amrit Nath	7	3	NA	3	NA
Devika Raveendran	5	NA	1	NA	NA
Gauri Shankar^^^^	5	NA	1	1	NA

NA- Not a member of the Committee
^Ceased to be the member of Stakeholders Relationship Committee w.e.f. May 22, 2017
^^ Co-opted as member of Stakeholders Relationship Committee w.e.f. May 22, 2017
^^^Ceased to be the member of Audit Committee, Nomination and Remuneration Committee w.e.f. May 22, 2017 and Ceased to be Director w.e.f August 12, 2017
^^^^Co-opted as member of Audit Committee, Nomination and Remuneration Committee and CSR Committee w.e.f. May 22, 2017

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A. AUDIT COMMITTEE

The terms of reference, role and scope are in line with those prescribed by Regulation 18 of Listing Regulations 2015. The Company also complies with the provisions of Section 177 of the Companies Act, 2013 pertaining to Audit Committee and its functioning. The terms of reference of the Audit Committee and the powers vested in this committee as mentioned in the Corporate Governance Report for 2017-18 are wide in scope and allow it the necessary latitude to discharge its duties efficiently and independently.

The Audit Committee is responsible for the effective supervision of the financial reporting process, reviewing with the management the financial statements and ensuring their compliance with accounting standards, Listing Regulations and other legal requirements, reviewing with the external auditors the internal control system, assessing their adequacy and ensuring compliance with internal controls; reviewing finding of internal audit and ensuring follow up action on significant findings and reviewing quarterly, half yearly and annual accounts.

ROLE OF AUDIT COMMITTEE

The broad terms of reference of Audit Committee, as revised by the Listing Regulation 2015 include inter-alia the following:-

(1) oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

(2) recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;

(3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;

(4) reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

  (a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;

  (b) changes, if any, in accounting policies and practices and reasons for the same;

  (c) major accounting entries involving estimates based on the exercise of judgment by management;

  (d) significant adjustments made in the financial statements arising out of audit findings;

  (e) compliance with listing and other legal requirements relating to financial statements;

  (f) disclosure of any related party transactions;

  (g) modified opinion(s) in the draft audit report;

(5) reviewing, with the management, the quarterly financial statements before submission to the board for approval;

(6) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;

(7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

(8) approval or any subsequent modification of transactions of the listed entity with related parties;

(9) scrutiny of inter-corporate loans and investments;

(10) valuation of undertakings or assets of the listed entity, wherever it is necessary;

(11) evaluation of internal financial controls and risk management systems;

(12) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

(13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

(14) discussion with internal auditors of any significant findings and follow up there on;

(15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

(16) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

(17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

(18) to review the functioning of the whistle blower mechanism;

(19) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

(20) Carrying out any other function as is mentioned in the terms of reference of the audit committee

MEETING OF AUDIT COMMITTEE

During the period under review, 7 meetings of the Audit Committee were held on the following dates:

(i) April 28, 2017 (ii) May 22, 2017 (iii) August 12, 2017 (iv) September 28, 2017 (v) November 8, 2017 (vi) November 13, 2017 (vii) February 12, 2018

The composition of Audit Committee as on March 31, 2017 was as under:

S.N.	Name	Category	Position
1	Mr. D. K. Mathur*	Independent Director	Member
2	Mr. Amrit Nath	Independent Director	Member
3	Ms. Devika Raveendran	Independent Director	Member
4	Mr. Gauri Shankar**	Independent Director	Member

** Ceased to be the member of the committee w.e.f May 22, 2017*
****Inducted as member of the Committee w.e.f May 22, 2017*

The attendance of the meeting of Audit Committee is given in consolidated manner mentioned above under the head, Committees of Directors.

All the members of the Audit Committee are Independent and Non-Executive Directors. All the members have sound knowledge of accounts, audit, finance, internal controls, law etc.

The Audit Committee invites such of the executives, as it considers appropriate (and particularly the head of the finance function) to be present at its meetings. The Chief Financial Officer attends the meetings. The Statutory Auditors are also invited to the meetings. There being no permanent Chairman of the Committee, the members elect one amongst themselves as Chairman of the meeting to preside over the same.

B. NOMINATION AND REMUNERATION COMMITTEE

The terms of reference of the Nomination and Remuneration Committee includes the matters as specified under Section 178 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder and Regulation 19 of Listing Regulations 2015. The Composition of the Committee is as below:

S.N.	Name of Director	Category	Position
1	Mr. D. K. Mathur*	Independent Director	Chairman
2	Mr. Amrit Nath	Independent Director	Member
3	Dr. Kailash S. Choudhari	Chairman	Member
4	Mr. B. R. Rakhecha	Non-Executive Director	Member
5	Mr. Gauri Shankar*	Independent Director	Member

** Ceased to be the member of the committee w.e.f May 22, 2017*
***Co-opted as member of the Committee w.e.f May 22, 2017*

During the period under review, three meeting of the Nomination and Remuneration Committee was held on April 8, 2017, April 22, 2017 and August

12, 2017. The Company has a Nomination & Remuneration Policy in place; the same has been annexed in Directors Report. As per the provision of the Section 178(3) of the Companies Act, 2013, the policy on Nomination and Remuneration Policy is available on the website of the Company *http://www.akshoptifibre.com/corporate-governance.php*

The attendance of the meeting of Nomination and Remuneration Committee is given in consolidated manner mentioned above under the head Committees of Directors

Details of Director's Remuneration

During the period under review, the Non-Executive Directors of the Company were paid sitting fees only per meeting for attending meetings of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility (CSR) Committee Meetings.

Executive Directors

Mr. Satyendra Gupta, Deputy Managing Director was paid remuneration for the period May, 2017 to March 2018. Except him no other Executive Director was paid any remuneration during the period under review.

C. STAKEHOLDERS RELATIONSHIP COMMITEEE

In compliance with the requirement of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations 2015, the Company has in place a 'Stakeholders Relationship Committee' to look into complaints and grievances of the stakeholders of the Company.

The composition of the Committee is as below:

S.N.	Name of Director	Category	Position
1	Mr. B. R. Rakhecha	Non-Executive Director	Chairman
2	Mr. Amrit Nath	Independent Director	Member
3	Dr. Kailash S. Choudhari*	Chairman	Member
4	Mr. Satyendra Gupta**	Deputy managing Director	Member

** Ceased to be the member of the committee w.e.f May 22, 2017*
*** Inducted as member of the Committee w.e.f May 22, 2017*

The Stakeholder's Relationship Committee's composition and the terms of reference meet with the requirements of Regulation 20 of the Listing Regulations 2015 and provisions of the Companies Act, 2013.

Mr. Gaurav Mehta, Chief Corporate Affairs & Company Secretary of the Company, has been designated as the Compliance Officer for resolution of Shareholders/Investors Complaints

The Company has duly appointed share transfer agents (R & T Agents) for servicing the shareholder's holding shares in physical and dematerialized form. All requests for dematerialization of shares are processed and confirmations thereof are communicated to the investors within the prescribed time.

Investors' Services – complaints received till March 31, 2018

Particulars	Received	Attended to	Pending
Revalidation/Correction/ Non-Receipt of Dividend Warrant	NA	NA	NA
Annual Reports	NA	NA	NA
Other	1	1	Nil

D. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

With the belief in the philosophy of responsible corporate citizenship and sustainable growth, Aksh considers social institution building as one of its main purposes. The terms of reference of the Corporate Social Responsibility Committee includes the matters as specified under section 135 of the Companies Act, 2013. The Composition of the Committee is as below:

S.N.	Name	Category	Position
1	Mr. B. R. Rakhecha	Non-Executive Director	Chairman
2	Ms. Devika Raveendran	Independent Director	Member
3	Mr. Satyendra Gupta	Deputy Managing Director	Member
4	Mr. Gauri Shankar*	Independent Director	Member

**Inducted as member of the Committee w.e.f. May 22, 2017*

The Company Secretary acts as the Secretary of all the Committees.

POLICIES

i. Nomination and Remuneration Policy

In order to attract the right kind of talent and to guide the Board in relation to appointment, evaluation of performance and recommendation of the remuneration of the Directors, Key Managerial Personnel & Senior Management, the Company has devised a Nomination and Remuneration Policy, to aid & help the Nomination and Remuneration Committee. The policy on Nomination and Remuneration Policy is available on the website of the Company http://www.akshoptifibre.com/corporate-governance.php

ii. Policy on dealing with Related Party Transactions

The Company in compliance with the provisions of Companies Act, 2013, read with relevant rules and Listing Regulations, has adopted a Policy on dealing with Related Party Transactions, for approval of all the related party transactions entered into by the Company. The policy on dealing with Related Party Transaction is available on the website of the Company http://www.akshoptifibre.com/corporate-governance.php

iii. Policy on Material Subsidiary

The Company has adopted a Material Subsidiary policy in line with the requirements of Listing Regulations. The objective of this policy is to lay down criteria for identification and dealing with material subsidiaries and to formulate a governance framework for subsidiaries of the Company. The policy on material subsidiary is available on the website of the Company http://www.akshoptifibre.com/corporate-governance.php

iv. Insider Trading Code

In compliance of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted a Code of Conduct for Prevention of Insider Trading. All the Directors, Promoters, Designated Employees and other employees who could have access to the unpublished price sensitive information of the Company are governed by this code. The Company has appointed Mr. Gaurav Mehta as Compliance Officer who is responsible for setting forth procedures and implementation of the code of conduct for trading in Company's securities and during the under review there has been due compliance with the said code.

A copy of the said code is available to all employees of the Company and compliance of the same is ensured. The Code is available on the website of the Company http://www.akshoptifibre.com/corporate-governance.php

v. Policy against Sexual Harassment

In order to promote the safety of women employees in the organization and provide them safe and cogent working environment, the Company has adopted a policy against sexual harassment, empowering them to work with dignity and pride. The policy against sexual harassment is available on the website of the Company http://www.akshoptifibre.com/corporate-governance.php

vi. Whistle Blower Policy

The Company promotes ethical behavior in all its business activities and has put in place a mechanism of reporting illegal or unethical behavior. The Company has a whistle blower policy wherein the employees are free to report violations of laws, rules, regulations or unethical conduct to immediate supervisor or such other person as may be notified by the management to the workgroups. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice. The whistle blower policy is available on the website of the Company http://www.akshoptifibre.com/corporate-governance.php

vii. **Corporate Social Responsibility Policy**

With the belief in the philosophy of responsible corporate citizenship and sustainable growth, the Company considers social institution building as one of its main purposes. To attain this, the Company has formulated and adopted a Corporate Social Responsibility Policy. The Corporate Social Responsibility Policy is available on the website of the Company http://www.akshoptifibre.com/corporate-governance.php

viii. **Risk Management Policy**

The Company has a risk management policy in place to take care of various risks to which the Company is exposed to and to ensure Implementation of Risk Management Systems and Framework; Reviewing the Company's financial and risk management policies; Assessing risk and minimizing the procedures; Framing, implementing and monitoring the risk management plan for the Company. The risk management policy is available on the website of the Company http://www.akshoptifibre.com/corporate-governance.php

ix. **Policy on Preservation and Retrieval of Documents and Records**

The Company in compliance with the provisions of Regulation 9 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has adopted a Preservation and Retrieval of Documents and Records Policy, for all the relevant documents and records maintained by the Company. The Preservation and Retrieval of Documents and Records Policy is available on the website of the Company http://www.akshoptifibre.com/corporate-governance.php

x. **Policy on Determination of Materiality of Events & Information (Archival Policy)**

The Company has adopted a Determination of Materiality of Events & Information policy (Archival Policy) in line with the requirements of Regulation 30 of Listing Regulations, 2015. The objective of this policy is to lay down criteria for identification and determination of Material Events/information required to be disclosed to the Stock Exchanges. The policy on Determination of Materiality of Events & Information is available on the website of the Company http://www.akshoptifibre.com/corporate-governance.php

4. GENERAL BODY MEETINGS

The location and time of the last three Annual General Meetings held by the Company are as under: -

Year	Date of AGM	Venue	Time	Special Resolutions passed
2016-17	26.12.2017	F-1080, RIICO Industrial Area, Phase-III, Bhiwadi - 19 (Rajasthan)	11.30 AM	Two
2015-16	24.09.2016	F-1080, RIICO Industrial Area, Phase-III, Bhiwadi - 19 (Rajasthan)	11.30 AM	One
2014-15	26.09.2015	F-1080, RIICO Industrial Area, Phase-III, Bhiwadi - 19 (Rajasthan)	12.00 Noon	NIL

Postal Ballot

Details of Special Resolution passed in the Financial Year 2017-18 through postal ballot: Pursuant to the order of National Company Law Tribunal (NCLT), Company approached shareholders through Postal Ballot along with NCLT convened shareholders meeting to take their approval via special resolution for Merger of APAksh Broadband Limited (Subsidiary Company) with Aksh Optifibre Limited. The details of voting result are as follows:

Date of Postal Ballot Notice: May 24, 2017
Voting Period: From May 30, 2017 (0900 Hours) to June 28, 2017 (1700 Hours)
Date of declaration of results: July 12, 2017
Date of Approval: July 12, 2017

Mr. Vineet K. Chaudhary (Membership No. FCS 5327/ COP No. 4548), Practicing Company Secretary, was appointed as the Scrutinizer as per the directions of Hon'ble NCLT to scrutinize the E-voting process in a fair and transparent manner.

The Special Resolution for approval of the Scheme of Amalgamation between APAksh Broadband Limited, Subsidiary Company with the Company and their respective shareholders has been approved by 95.12% in number and 99.56% in value of public shareholders by Postal Ballot/E-voting.

The Company had duly followed the procedure of Postal Ballot as prescribed by the Order dated May 9, 2017 passed by the Hon'ble NCLT.

Extra Ordinary General Meeting:

During the year under review, an Extra Ordinary General Meeting was held on Monday, March 12, 2018 to pass the following Special Resolutions

1. Alteration in Articles of Association of the Company
2. Issuance of warrants convertible into equity shares on Preferential basis to the Promoters
3. Raising of Funds through issue of equity shares, Foreign Currency Convertible Bonds and/ or equity shares through depository receipts and/or convertible securities and Qualified Institutional Placement.

5. DISCLOSURES

a) During the financial year under review the Company has not entered into any transaction of the material nature with its promoters, the Directors or the management, their subsidiaries or relatives, etc., that may have potential conflict with the interest of the Company at large.

b) During the financial year under review there was no instance of non-compliance by the Company of any formalities of Stock Exchange, SEBI or any Statutory Authority, nor any penalty imposed on the Company from the Stock Exchange, SEBI or any Statutory Authority.

c) All Mandatory requirements as per Listing Regulations, 2015 have been complied with by the Company.

d) The Company has in place a risk management mechanism to inform the Board members about the risk assessment & minimization procedures, the Board reviews the same from time to time.

e) Other than transactions entered into in the normal course of business, the Company has not entered into any materially significant related party transactions during the period, which could have a potential conflict of interest between the Company and its Promoters, Directors, Management and /or relatives.

f) In terms of Regulation 17(8) of the Listing Regulations 2015, the Chief Financial Officer made a certification to the Board of Directors in the prescribed format for the year under review which has been reviewed by the Audit Committee and taken on record by the Board.

g) As regards the other Non-Mandatory requirements, the Board has taken cognizance of the same and shall adopt the same as and when necessary.

6. MEANS OF COMMUNICATION

The information like quarterly/half yearly/annual financial results, notices of board meetings are promptly submitted to the stock exchanges to enable them to put them on their websites and for the information of the members and investors. The financial results of the Company, in the prescribed format, as per Regulation 33 of the Listing Regulations 2015 are also posted on the Company's website www.akshoptifibre.com

The Company has also published its quarterly and annually financial results in "The Financial Express" (all editions) and "Dainik Lokmat" (Hindi - Jaipur Edition) as per details given below: -

Particulars	Date of Board Meeting	Date of Publication
Quarter ended June 30, 2017	August 12, 2017	August 13, 2017
Quarter ended September 30, 2017	November 10, 2017 (Adjourned to November 13, 2017	November 15, 2017
Quarter ended December 31, 2017	February 12, 2018	February 14, 2018
Quarter and year ended March 31, 2018	May 30, 2017	June 1,2018

Further in line with the circular no. NSE/LIST/C/2011 dated 29th September, 2011 of The National Stock ("NSE"), the Company is uploading its quarterly Corporate Governance Report, quarterly Shareholding Patterns etc. through NSE Electronic Application System ("NEAPS"), a web based initiative taken by National Stock Exchanges for Listed Entities, and on Listing.bseindia, the web based portal of Bombay Stock Exchange, Mumbai, in order to achieve the paperless documentation and to mitigate the time and cost factors involved in physical fillings to the exchange.

7. SUBSIDIARY COMPANIES

As on March 31, 2018, Company has One Indian Wholly Owned Subsidiary namely Aksh Composites Private Limited (formerly known as Unitape Mandovi Composites Private Limited and Three Overseas Wholly Owned Subsidiary namely AOL-FZE', incorporated in SAIF Zone, Sharjah (U.A.E), AOL Technologies, FZE, incorporated in JAFZA, UAE and Aksh Technologies (Mauritius) Limited, incorporated in Mauritius.

Company also has one Step Down Subsidiary namely AOL Composites (Jiangsu) Co. Ltd, China (Subsidiary of AOL-FZE, UAE).

Consequent to the approval of Scheme of Amalgamation by Hon'ble National Company Law Tribunal, New Delhi Bench vide its order dated November 8, 2017, APAksh Broadband Limited, Subsidiary Company is merged with the Company with effect from the Appointed Date i.e. April 1, 2016.
As per the provisions of the Listing Regulations, the financial Statements of the Subsidiary Companies are reviewed by the Audit Committee of the Company. The Minutes of all the Indian unlisted subsidiary companies are placed in the Board Meetings of the Company. The other requirements of the Listing Regulations with regard to subsidiary companies have been complied with.

8. DIRECTOR AND KMP'S INFORMATION

During the Financial Year 2017 – 18, Mr. Gauri Shankar was appointed as Additional Director (Non-Executive, Independent Director) of the Company for a period of 5 years w.e.f. April 8, 2017 till April 7, 2022 and his appointment was subsequently regularized / approved in the previous Annual General Meeting.

In terms of Regulation 36(3) of the Listing Regulations 2015, the particulars of Director(s) seeking re-appointments and appointment at the forthcoming Annual General Meeting are given hereunder:-

Profile of Director seeking re-appointment/appointment:

Mr. B. R. Rakhecha

As per the Companies Act, 2013, Mr. B. R. Rakhecha will retire in the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Further, Pursuant to Regulation 17 (1A) of SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulation, 2018 (to be effective from April 1, 2019), no listed company shall appoint or continue the Directorship of Non-Executive Director who has attained the age of 75 years unless a Special Resolution is passed by the members to that effect. Accordingly your Directors propose to continue his Directorship as Non-Executive Director w.e.f. April 1, 2019.

Mr. B. R. Rakhecha, aged 77 years, has been on the Board of your Company since 2002. Mr. Rakhecha is B.Com, L. L.B. He has vast knowledge and rich experience in various areas of Operations of the company, viz, manufacturing, production, industrial relations and general administration.

Mr. Rakhecha is also a Director on the Board of Shashi Cables Limited. Mr. Rakhecha is the Chairman of Corporate Social Responsibility Committee and Stakeholders Relationship Committee and member of Nomination and Remuneration Committee and Finance Committee of Aksh Optifibre Limited. He does not hold any share of the Company under his name.

Mr. Amrit Nath

Pursuant to Regulation 17 (1A) of SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulation, 2018 (to be effective from April 1, 2019), no listed company shall appoint or continue the Directorship of Non-Executive Director who has attained the age of 75 years unless a Special Resolution is passed by the members to that effect. Accordingly your Directors propose to continue his Directorship as Non Executive Independent Director w.e.f. April 1, 2019.

Mr. Amrit Nath, aged about 75 years, a qualified Economist [MA (Econ.)] from the Delhi School of Economics, with specialization in Industrial Economics, brings in a vast experience of more than 4 decades in International Banking/ Financial Services. He is on the Board of the company since October, 2010.

Apart from the Company Mr. Amrit Nath does not hold directorship in any Company. He is the Chairman of Audit Committee and Nomination & Remuneration Committee and member of Stakeholders relationship Committee. He does not hold any Equity Shares of the Company.

Live Smart

9. GENERAL SHAREHOLDERS INFORMATION

Registered Office
F – 1080, RIICO Industrial Area, Phase – III, Bhiwadi – 301 019, Rajasthan.

Address of Correspondence
A-25 2nd Floor, Mohan Co- operative Industrial Estate, Mathura Road, New Delhi – 110044.

Compliance Officer and Contact Address:
Mr. Gaurav Mehta
Chief-Corporate Affairs & Company Secretary
A-25 2nd Floor, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi – 110044
Telephone: 91-11–26991508/1509, Fax: 91-11-26991510
E- mail: gaurav@akshoptifibre.com, Email for Investor Grievances: investor.relations@akshoptifibre.com

9.1 Annual General Meeting

1.	**Date, Time and Venue of the Annual General Meeting**	**Saturday, September 22, 2018 at 11:30 A.M., at the Registered Office of the Company, at F-1080, RIICO Industrial. Area, Phase-III, Bhiwadi – 301 019 (Rajasthan)**
2.	**Financial Calendar**	April 01,2017 to March 31, 2018
3.	**Book Closure Dates**	September 16, 2018, to September 22, 2018 (Both days inclusive)
4.	**Dividend Payment Date**	The final dividend for the financial year ended March 31,2018, if declared, at the ensuring annual general meeting shall be paid in accordence with the provisions of Companies act, 2013
5.	**Listing on Stock Exchanges**	
(A)	**Equity Shares**	**Stock Code/Symbol**
	The Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001. Website: www.bseindia.com	'532351'
	The National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot No. C/1, "G Block" Bandra Kurla Complex, Bandra (E), Mumbai – 400051. Website: www.nseindia.com	**'AKSHOPTFBR'**
6.	**ISIN Code for the Company's Equity Shares**	**INE523B01011**
7.	**Corporate Identification Number(CIN)**	**L24305RJ1986PLC016132**
8.	**Listing Fees**	The Company has paid listing fees to the BSE Limited and The National Stock Exchange of India Ltd (NSE), where the Shares of the Company are Listed.
9.	**Share Transfer Agents***	**Karvy Computer share Pvt. Ltd.** Karvy Selenium, Tower-B, Plot no. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032
10.	**Investor queries/request for transfer, transmission, issue of duplicate certificates etc to be sent**	**Karvy Computershare Pvt. Ltd.**
11.	**Outstanding GDRs/ADRs/ Warrants or any Convertible instruments, if any.**	**Not Applicable**
12.	**Plant Locations**	1. **Optical Fibre & Optical Fibre Cable Manufacturing Division, Bhiwadi, Rajasthan, India. F-1075-1081, RIICO Industrial Area, Phase-III, Bhiwadi, Rajasthan – 301019** 2. **FRP Manufacturing Division, Reengus, Rajasthan, India. SP-47 Shree Khatu Shyamji Industrial Complex, Reengus, District Sikar (Rajasthan)** 3. **Ophthalmic Lens Production Division, Kahrani, Rajasthan India A-56, Kahrani, Bhiwadi-301019, Rajasthan, INDIA** 4. **FRP & Optical Fibre Cable Manufacturing Division, Silvassa, India.** Survey No.: 2/2/1, Village Karad, Madhuban Dam Road, Silvassa-396230, U. T. of Dadra & Nagar Haveli. India *(Manufacturing division of Aksh Composites Pvt. Ltd. Wholly owned subsidiary of the company)* 5. **FRP Manufacturing Division, Jafza, UAE.** Plot No. S10914, PO Box. 17267, Jebel Ali, Free Trade Zone, UAE *(Manufacturing division of AOL FZE, wholly owned subsidiary of Company)* 6. **FRP Manufacturing Division, Jiangsu, China** Factory No. 01 , Machinery Industrial Park, The East of Bajing Road, Danyang Economic Development Zone. Jiangsu Province China. *(Manufacturing division of AOL Composites (Jiangsu) Co. Ltd, wholly owned subsidiary of AOL FZE, Dubai, UAE) (yet to be operational)*

		Optical Fibre Cable Manufacturing Division, Mauritius. Industrial Zone Trianon -1721-10, Mauritius *(Manufacturing division of Aksh Technologies (Mauritius) Ltd, Wholly owned subsidiary of company)* **Optical Fibre Manufacturing Division** Plot No. S-30121B, Jabel Ali, Free Zone, Dubai (UAE) *(Manufacturing division of AOL Technologies FZE, wholly owned subsidiary of Company) (yet to be operational)*
13.	**Service Locations**	**1. 1Stop Aksh Division & Network Operating Centre The Diamond, 4th Floor, Urban Jewels, Opp. SEZ Road, Muhana Terminal Market, Sanganer, Jaipur - 302029**
14.	**Demat Supense Account / Unclaimed Suspense Account**	There are no shares lying under Demat Supense Account / Unclaimed Suspense Account and hence the Company does not have any Demat Supense Account / Unclaimed Suspense Account

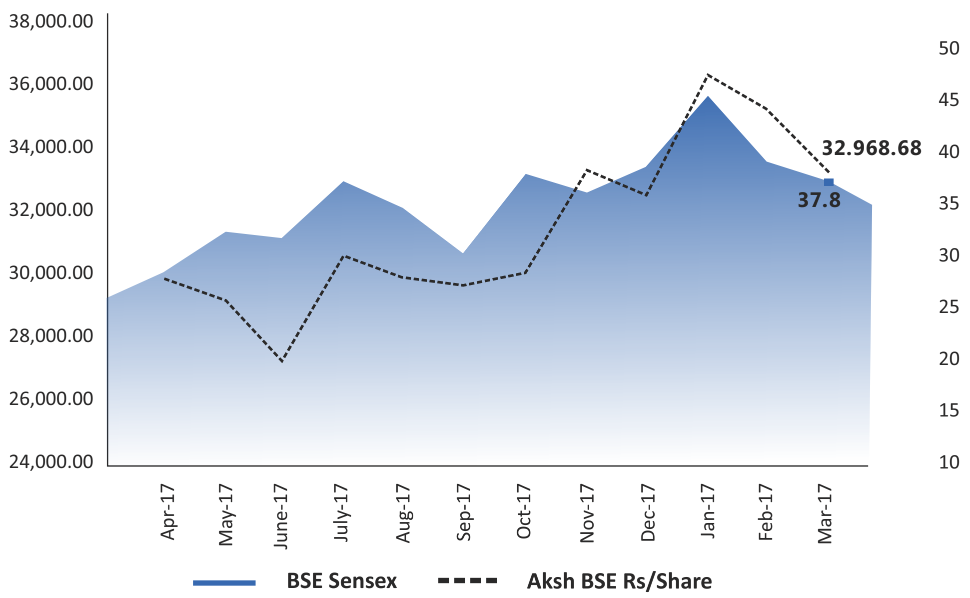
Members holding shares in electronic mode are requested to intimate the change in their address, bank details, etc. to their respective Depository Participants (DPs) and those holding s hares in physical mode are requested to intimate the above details to the Share Transfer Agent of the Company, M/s Karvy Computershare (P) Limited quoting their Folio Number(s).

9.2 Market Price Data

Monthly high/ low prices and volume of the shares of the Company as traded at The Bombay Stock Exchange, Limited, Mumbai (BSE) and National Stock Exchange (NSE) during the financial year under review.

Month	AKSH BSE PRICE (Rs.)			AKSH NSE PRICE (Rs.)		
	High	Low	Volume	High	Low	Volume
April, 2017	24.90	21.30	10,597,880	24.90	21.25	28,828,751
May, 2017	23.85	18.20	6,748,771	23.90	18.10	21,002,595
June, 2017	19.30	16.90	3,049,563	19.30	16.90	9,642,036
July, 2017	29.90	17.20	26,780,895	29.95	17.25	106,562,630
August, 2017	28.60	20.15	14,767,458	28.60	20.10	61,256,174
September, 2017	28.40	22.30	9,160,414	28.40	22.10	41,096,124
October, 2017	28.20	22.50	11,780,421	28.25	22.70	44,757,765
November, 2017	38.75	27.30	24,468,132	38.70	27.30	100,220,171
December , 2017	36.75	30.10	4,155,420	36.95	30.00	13,534,688
January, 2018	46.55	34.30	13,688,790	46.35	35.00	30,685,340
February, 2018	44.50	35.15	5,960,966	44.60	35.15	22,479,514
March, 2018	37.80	29.55	5,289,690	37.75	29.50	17,561,060

Performance Comparison of Aksh Scrip V/s BSE Sensex



9.3 Distribution of Shareholding as on March 31, 2018

1 - 500	46367	65.73	9920230	6.10
501 - 1000	11170	15.84	9772254	6.01
1001 - 2000	5926	8.40	9570425	5.88
2001 - 3000	2222	3.15	5890400	3.62
3001 - 4000	970	1.38	3559554	2.19
4001 - 5000	1161	1.65	5610892	3.45
5001 - 10000	1465	2.08	11345252	6.97
10001 - 20000	621	0.88	9066346	5.57
20001 - 100000	528	0.75	21480385	13.20
100001 and above	107	0.15	76482233	47.01
TOTAL	**70537**	**100.00**	**162697971**	**100.00**

9.4 Shareholding Pattern

The Shareholding of different categories of the Shareholders as on March 31, 2018 is given below:

Category	No. of Shares	% age
Promoters	44,970,335	27.64
Corporate Bodies	25,123,902	15.45
Mutual Funds/ Banks/ FIs	16,37,151	1.00
FII's/NRIs/OCBs	2,925,215	1.80
Trusts & Co-op Societies	517,080	0.31
Public	87524288	53,80
TOTAL	**162697971**	**100**

9.5 Dematerialization of Shares

The Shares of the Company are in Compulsory Demat Mode. The breakup of Equity Share Capital held with the depositories and in physical form as on March 31, 2018 is as follows:

Category	No. of Equity Shares Held	% age of Capital
NSDL	103837803	63.82
CDSL	58203545	35.77
Physical	656623	0.40
Total	**162697971**	**100.00**

9.6 Reconciliation of the Share Capital Audit Report

As stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of the Share Capital Audit is required to be carried out by a qualified Company Secretary to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out at the end of each Quarter and the report thereon is submitted to the Stock Exchanges and also placed before the Board of Directors.

10. Management Responsibility Statement

The Management confirms that the financial statements are in full conformity with the requirements of the Companies Act, 2013 and the Accounting Standards issued by the Institute of Chartered Accountants of India. The management accepts responsibility for the integrity and objectivity of these financial statements. The management believes that the financial statements of operations reflect fairly the Company's financial position and the results of the operations. The Company has a system of Internal Control, which is reviewed and updated on the regular basis.

The Financial Statements have been audited by M/s. BGG & Associates., Chartered Accountants and have been discussed with the Audit Committee.

COMPLIANCE

The certificate dated August 1, 2018 obtained from our Statutory Auditors M/s. BGG & Associates forms part of this Annual Report and the same is given herein below:

AUDITORS CERTIFICATE

To the Members of Aksh Optifibre Limited,

We have examined the compliance of conditions of Corporate Governance by Aksh Optifibre Limited, for the financial year ended 31st March, 2018 as per the relevant regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (hereinafter called "Listing Regulations 2015") and as referred to in Schedule V of the Listing Regulations 2015.

The Compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to the review of procedures and implementation thereof adopted by the Company for ensuring compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to best of our information and according to the explanations given to us and representations made by the Directors and the Management, we certify that the Company has complied with the condition of Corporate Governance as stipulated in regulations and Schedule V of the Listing Regulations 2015.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company

for **BGG & Associates.**
Chartered Accountants
FRN : 016874N

CA Alok Kumar Bansal
Partner
M. No.: 092854

Date: August 1, 2018
Place: New Delhi

MD/CFO CERTIFICATE

The Board of Directors
Aksh Optifibre Limited

We have reviewed financial statements and the cash flow statement for the year ended March 31, 2018 and that to the best of our knowledge and belief, we state that:-

(a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
(ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the Auditors and the Audit Committee :-
(i) significant changes in internal control over financial reporting during the year;
(ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
(iii) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Yours sincerely,

Dr. Kailash S Choudhari
Chairman & Managing Director
DIN No.00023824

Pawan Kumar Gambhir
Chief Financial Officer

Date: May 30, 2018
Place: New Delhi

Independent Auditors' Report

To,
The Members of AKSH OPTIFIBRE LIMITED

Report on the Standalone Indian Accounting Standard (Ind AS) Financial Statements

We have audited the accompanying standalone Ind AS financial statements of AKSH OPTIFIBRE LIMITED ('the Company'), which comprises the Balance Sheet as at 31st March, 2018, Statement of Profit and Loss (including Other Comprehensive Income), Cash Flow Statement & the Statement of Change in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters in section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation & presentation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income , cash flows & change in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles generally accepted in India.
This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matter's which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances, An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Other Matter

The audited standalone financial statements for the year ended 31st March 2017, were audited by another firm of chartered accountants, vide their unmodified audit report dated 13th November 2017, whose report has been furnished to us by the management and which has been relied upon by us for the purpose of our audit of the standalone financial statements. Our audit report is not qualified in respect of this matter.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the **"Annexure A"** a statement on the matters specified in the paragraph 3 and 4 of the Order.

2. As required by section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

b) In our opinion proper books of account as required by law relating to preparation of the standalone Ind AS financial statements have been kept by the Company so far as it appears from our examination of those books;

c) The standalone Ind AS financial statement dealt with by this report are in agreement with the books of account;

d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act as applicable;

e) On the basis of written representations received from the directors as on 31st March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018, from being appointed as a director in terms of Section 164(2) of the Act;

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls over financial reporting.

g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

I. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 40 to the standalone financial Ind AS statements;

ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. The reporting on disclosure relating to Specified Bank Notes is not applicable to the Company for the year ended 31st March, 2018.

For B G G & ASSOCIATES
Chartered Accountants
FRN 016874N

CA Alok Kumar Bansal
Partner
Membership No. 092854

Place : New Delhi
Date : May 30, 2018

"Annexure A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of AKSH OPTIFIBRE LIMITED ("the Company") for the year ended 31st March, 2018:

i. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) According to the information and explanation given to us, fixed assets except the assets installed at customer premises have been physically verified by the management during the year. No material discrepancies were noticed on such verification. In our opinion, frequency of physical verification of fixed assets is reasonable.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

ii. According to the information & explanation given to us, physical verification of inventory has been conducted at reasonable intervals by the management during the year except for goods in transit. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been properly dealt with in the book of accounts.

iii. According to the information & explanation given to us, the Company has granted unsecured loans to its three wholly owned subsidiaries, covered in the register maintained under Section 189 of Companies Act 2013.

(a) In our opinion, the rate of interest and other terms and conditions on which the loan has been granted to its subsidiaries, covered in the register maintained under Section 189 of the Act was not, prima facie, prejudicial to the interest of the Company.

(b) In respect of loans granted to subsidiaries covered under section 189 of the Act, the terms of arrangement for payment of principal and interest are payable on demand. Accordingly, the provisions of paragraph 3 (iii) (b) of the Order are not applicable to the Company.

(c) In respect of the aforesaid advances, as per the information made available to us, there is no overdue amount as at year end.

iv. According to the information & explanation given to us, in respect of loans, investments, guarantees and security, the Company has complied with the provisions of section 185 and I86 of the Companies Act, 2013, to the extent applicable.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public as mentioned in the directives issued by Reserve Bank of India and provisions of sections 73 to 76 of the Companies Act, 2013 or any other relevant provisions of the Act and the rules framed thereunder.

vi. We have broadly reviewed the books of account relating to materials, labour and other items of cost maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under sub section (1) of section 148 the Companies, 2013 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained.

vii. (a) According to the information and explanations given to us and according to the books and records produced before us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employees' state insurance, income tax, sales tax, Goods & Service Tax, service tax, custom duty, excise duty, Cess and other material statutory dues applicable to it.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, Goods & Service Tax, Service Tax, sales tax, custom duty, excise duty and Cess were in arrears, as at 31st March, 2018 for a period of more than six months from the date they became payable.

(B) According to the information and explanations given to us, there are no dues of income tax or Goods & Service Tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess which have not been deposited on account of any dispute except of the following amounts: -

Name of the Statute	Nature of Dues	Disputed amount (Rs. in Lakhs)	Period to which amount relates	Forum where dispute is pending
CUSTOMS				
Customs Act, 1962	Duty, Interest & Penalty	7.39	2000-01 & 2013-14	CESTAT, New Delhi
EXCISE				
Central Excise Act, 1944	Excise duty, Interest & Penalty	13.81	2003-05	CESTAT, New Delhi
Central Excise Act, 1944	Excise duty	32.79	2011-12	Assistant Commissioner, Bhiwadi
Central Excise Act, 1944	Excise duty	22.35	2010-11	Assistant Commissioner, Bhiwadi
SERVICE TAX				
Finance Act, 1994	Service tax & Interest	31.20	November 2006 to August 2008	Hon'ble High Court, Jaipur
Finance Act, 1994	Service tax	0.91	January 2011 to November 2011	Assistant Commissioner, Bhiwadi
Finance Act, 1994	Service tax	3.14	October 2013 to September 2014	Commissioner of Central Excise (Appeals)
INCOME TAX				
Income Tax Act, 1961	Income Tax	91.01	A.Y 2010-11	CIT (Appeals), Alwar (Rajasthan)
Income Tax Act, 1961	Income Tax	1.71	A.Y 2015-16	CIT (Appeals), Delhi
PROVIDENT FUND				
Provident Fund Act	Provident Fund	7.60	2004-05	Hon'ble High Court, Jaipur

viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to a financial institution, bank, Government or debenture holders.

ix. According to the information and explanations given to us and our examination of the records of the Company, the term loans have been applied for the purposes for which they were obtained. The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments).

x. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

xi. According to the information and explanations given to us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

xii. According to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of paragraph 3 (xii) of the Order are not applicable to the Company.

xiii. According to the information and explanations given to us and our examination of the records of the Company, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Ind AS Financial Statements as required by the applicable Indian Accounting Standards.

xiv. According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under audit.

xv. According to the information and explanations given to us and based on our examination of the records, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of paragraph 3 (xv) of the Order are not applicable to the Company.

xvi. According to the information and explanations given to us, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

For B G G & ASSOCIATES
Chartered Accountants
FRN 016874N

CA Alok Kumar Bansal
Partner
Membership No. 092854

Place : New Delhi
Date : May 30, 2018

"Annexure B" to the Independent Auditor's Report

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of AKSH OPTIFIBRE LIMITED ("the Company") as of 31st March, 2018 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, cluding the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2018, based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B G G & ASSOCIATES
Chartered Accountants
FRN 016874N

CA Alok Kumar Bansal
Partner
Membership No. 092854

Place : New Delhi
Date : May 30, 2018

Standalone Balance Sheet

as at March 31, 2018

(₹ In Lakhs)

	Notes	31-Mar-2018	31-Mar-2017	1-Apr-2016
Assets				
Non-current assets				
Property, Plant and Equipment	3	17,367.81	8,691.34	7,400.82
Capital work-in-progress	3	15,186.31	16,537.13	200.94
Intangible assets	4	251.48	396.43	621.83
Financial assets				
Investments	5	15,609.10	15,116.57	26,086.35
Loans	6	226.04	100.34	106.82
Other financial assets	7	512.49	1,082.01	862.30
Deferred tax assets (net)	8	253.97	886.29	1,232.62
Other non-current assets	9	934.62	1,630.41	307.78
		50,341.82	**44,440.52**	**36,819.46**
Current assets				
Inventories	10	4,753.29	4,379.81	2,402.05
Financial Assets				
Trade receivables	11	21,267.14	15,565.14	18,206.06
Cash and cash equivalents	12	427.01	123.69	155.86
Other Bank Balances	13	1,878.45	857.70	1,470.25
Loans	6	7,329.12	5,067.13	4,653.45
Other Financial Assets	7	384.43	315.24	251.01
Other current assets	9	3,124.33	3,161.26	2,349.44
		39,163.77	**29,469.97**	**29,488.12**
Total Assets		**89,505.59**	**73,910.49**	**66,307.58**
Equity and liabilities				
Equity				
Equity Share capital	14	8,134.90	8,133.25	8,133.25
Other Equity	15	41,047.60	38,766.73	35,980.85
		49,182.50	**46,899.98**	**44,114.10**
Non-current liabilities				
Financial Liabilities				
Borrowings	16	7,985.60	2,775.12	2,562.80
Trade Payables	17	138.90	249.36	403.59
Other Financial liabilities	18	183.87	59.14	94.79
Provisions	19	247.76	239.53	204.34
		8,556.13	**3,323.15**	**3,265.52**
Current liabilities				
Financial liabilities				
Borrowings	20	12,818.29	7,373.62	7,598.36
Trade payables	17	10,392.76	9,811.06	6,975.13
Other financial liabilities	18	6,476.73	4,587.63	3,550.32
Other Current liabilities	21	1,709.21	1,508.21	332.01
Provisions	19	15.13	8.77	10.38
Current tax liabilities (net)		354.84	398.07	461.76
		31,766.96	**23,687.36**	**18,927.96**
Total Equity and liabilities		**89,505.59**	**73,910.49**	**66,307.58**
Summary of significant Accounting policies	3			

The accompanying notes (1-49) are an integral part of the financial statements

As per our report of even date

For **B G G & Associates**
Firm Registration Number: 016874N
Chartered Accountants

CA Alok Kumar Bansal
Partner
Membership no.: 092854

For and on behalf of the Board of Directors

Satyendra Gupta
Deputy Managing Director
DIN : 00035141

Dr. Kailash S. Choudhari
Chairman and Managing Director
DIN : 00023824

Gaurav Mehta
Chief- Corporate Affairs and Company Secretary

Pawan Kumar Gambhir
Chief Financial Officer

Place: New Delhi
Date : May 30,2018

Standalone Statement of Profit and Loss

for the year ended March 31, 2018

(₹ In Lakhs)

Particulars	Notes	31-Mar-2018	31-Mar-2017
Income			
Revenue from operations	22	58,939.15	47,804.10
Other income	23	446.56	557.56
Total revenue (I)		**59,385.71**	**48,361.66**
Expenses			
Cost of raw material and components consumed	24	36,597.40	31,518.42
Purchase of traded goods	25	1,366.67	1,151.93
(Increase)/ decrease in inventories of finished goods, work-in-progress and traded goods	26	97.04	(2,134.11)
Excise duty on sale of goods		606.48	2,017.54
Employee benefits expense	27	3,573.36	2,725.89
Finance costs	28	1,792.25	1,341.75
Depreciation and amortisation expense	29	2,119.38	1,955.08
Other expense	30	9,703.22	7,564.69
Total expense (II)		**55,855.80**	**46,141.19**
Earnings before exceptional items and tax, (I) – (II)		**3,529.91**	**2,220.47**
Exceptional (expense)/income	31	(50.11)	14.36
Profit before tax		**3,479.80**	**2,234.83**
Tax expenses			
Current tax		1,043.38	1,101.07
Deferred tax		158.42	(238.80)
Adjustment of tax relating to earlier periods		(2.71)	-
Income tax expense		**1,199.09**	**862.27**
Profit for the year		**2,280.71**	**1,372.56**
Other comprehensive income			
i) items that will not be reclassified to Profit or (Loss) in subsequent periods		2.78	(22.64)
ii) Income Tax relating to these items		(0.96)	7.84
Other comprehensive income for the year, net of tax		1.82	(14.80)
Total comprehensive income for the year		**2,282.53**	**1,357.76**
Earnings per equity share	36		
Basic earnings per equity share		1.40	0.84
Diluted earnings per equity share		1.40	0.84
Summary of significant Accounting policies	3		

The accompanying notes (1-49) are an integral part of the financial statements

As per our report of even date

For and on behalf of the Board of Directors

For **B G G & Associates**
Firm Registration Number: 016874N
Chartered Accountants

CA Alok Kumar Bansal
Partner
Membership no.: 092854

Satyendra Gupta
Deputy Managing Director
DIN : 00035141

Gaurav Mehta
Chief- Corporate Affairs and Company Secretary

Dr. Kailash S. Choudhari
Chairman and Managing Director
DIN : 00023824

Pawan Kumar Gambhir
Chief Financial Officer

Place: New Delhi
Date : May 30,2018

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Cash Flow statement

for the year ended March 31, 2018

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017
Cash flow from operating activities		
Profit before tax	**3,479.80**	**2,234.83**
Adjustment to reconcile profit before tax to net cash flows :		
Depreciation/amortization	2,119.38	1,955.08
(Profit)/Loss on sale of property, plant and equipment	(21.97)	12.37
Interest expense	1,792.25	1,341.75
Other comprehensive income	2.78	(14.80)
Interest income	(446.55)	(468.99)
Operating profit before working capital changes	**6,925.69**	**5,060.24**
Movements in working capital:		
Increase in trade payables, financial and other liabilities	2,874.79	6,262.23
Increase in provisions	14.58	33.58
(Increase) in trade receivable	(5,702.00)	(2,648.52)
(Increase) in inventories	(373.48)	(2,132.76)
(Increase) in loan & advances to related party	(2,163.82)	(323.40)
(Increase) in other assets	(653.93)	(133.94)
Cash generated from operations	921.83	6,117.43
Direct taxes paid	(610.96)	(568.67)
Net cash flow from in operating activities (A)	**310.87**	**5,548.76**
Cash flows from investing activities		
Purchase of property, plant and equipment, including intangible assets, capital work in progress	(9,525.68)	(4,535.36)
Proceeds from sale of plant and equipment	247.52	5.48
Decrease/(Increase) in Capital advances/ payable for capex	1,219.64	(1,318.22)
Purchase of non-current investments	(304.25)	(337.42)
Interest received	348.55	292.96
Net cash flow (used in) investing activities (B)	**(8,014.22)**	**(5,892.56)**
Cash flow from financing activities		
Proceeds from long-term borrowings	7,973.36	3,165.92
(Repayment) of Term borrowings	(4,034.74)	(2,176.32)
Proceeds from short-term borrowings	5,942.60	502.78
Interest paid	(1,874.55)	(1,341.75)
Net cash from financing activities (C)	**8,006.67**	**150.63**
Net increase/(decrease) in cash and cash equivalents (A + B +C)	**303.32**	**(193.17)**
Cash and cash equivalents at the beginning of the year	123.69	316.86
Cash and cash equivalents at the end of the year	**427.01**	**123.69**
Components of cash and cash equivalents		
Cash on hand	11.49	6.55
With banks on current account	414.06	115.68
Unpaid dividend accounts	1.46	1.46
Total cash and cash equivalents [Refer note no. 12]	**427.01**	**123.69**
Summary of significant Accounting policies		
The accompanying notes (1-49) are an integral part of the financial statements		

Note : The above Cash flow statement has been prepared under the Indirect method setout in Ind AS-7 'Statement of Cash Flow'.

As per our report of even date

For **B G G & Associates**
Firm Registration Number: 016874N
Chartered Accountants

CA Alok Kumar Bansal
Partner
Membership no.: 092854

Place: New Delhi
Date : May 30,2018

For and on behalf of the Board of Directors

Satyendra Gupta
Deputy Managing Director
DIN : 00035141

Gaurav Mehta
Chief- Corporate Affairs and Company Secretary

Dr. Kailash S. Choudhari
Chairman and Managing Director
DIN : 00023824

Pawan Kumar Gambhir
Chief Financial Officer

Statement of Changes in Equity

for the year ended March 31, 2018

A. Equity share capital (refer note no. 14)

(₹ In Lakhs)

	Nos.	
As at April 1, 2016	162,665,070	8,133.25
Changes in equity share capital	-	-
As at March 31, 2017	162,665,070	8,133.25
Changes in equity share capital	32,901	1.65
As at March 31, 2018	**162,697,971**	**8,134.90**

B. Other Equity (refer note no. 15)

(₹ In Lakhs)

	Securities premium	Capital reserve	Other reserve - Shares pending for allotment	Retained earnings	Total other equity
As at April 1, 2016	33,064.11	-	-	2,916.74	**35,980.85**
Profit for the year	-	-	-	1,372.56	**1,372.56**
Other comprehensive income	-	-	-	(14.80)	**(14.80)**
Total comprehensive income for the year	-	-	-	**1,357.76**	**1,357.76**
Vested in the Company pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Company (Pertaining to forfeited Shares) (refer note no.47)	-	2,214.53	1.65	**(796.88)**	**1,419.30**
Vested in the Company pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Company (Pertaining to minority interest) (refer note no.47)	-	8.82	-	-	**8.82**
Balance as at March 31, 2017	**33,064.11**	**2,223.35**	**1.65**	**3,477.61**	**38,766.73**
					-
Balance as at 1 April 2017	**33,064.11**	**2,223.35**	**1.65**	**3,477.61**	**38,766.73**
Profit for the year	-	-	-	2,280.71	**2,280.71**
Other comprehensive income	-	-	-	1.82	**1.82**
Total comprehensive income for the year	-	-	-	2,282.53	**2,282.53**
Shares alloted	-	-	(1.65)	-	**(1.65)**
As at March 31, 2018	**33,064.11**	**2,223.35**	**-**	**5,760.14**	**41,047.61**

The accompanying notes (1-49) are an integral part of the financial statements

As per our report of even date

For and on behalf of the Board of Directors

For **B G G & Associates**
Firm Registration Number: 016874N
Chartered Accountants

Satyendra Gupta
Deputy Managing Director
DIN : 00035141

Dr. Kailash S. Choudhari
Chairman and Managing Director
DIN : 00023824

CA Alok Kumar Bansal
Partner
Membership no.: 092854

Gaurav Mehta
Chief- Corporate Affairs and Company Secretary

Pawan Kumar Gambhir
Chief Financial Officer

Place: New Delhi
Date : May 30,2018

Notes to the Financial Statements

for the year ended March 31, 2018

1. Corporate information

Aksh Optifibre Limited is a public Company domiciled in India and incorporated under the provisions of the Companies Act, 2013. Its shares are listed at The Bombay Stock Exchange Limited and The National Stock Exchange Ltd. in India. The registered office of the Company is located at F-1080, RIICO Industrial area, Phase- III Bhiwadi (Alwar) Rajasthan-301019, India.

The Company is engaged in the manufacturing and selling of Optical Fibre, Optical Fibre Cable, Fibre Reinforced Plastic Rods and Impregnated Glass Roving Reinforcement and ophthalmic lens. The Company caters to both domestic and international markets. The Company also provides the E-Governance services, FTTH and Internet Protocol Television (IPTV) services in North India.

2. Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 issued by the Ministry of Corporate Affairs ('MCA').

The Company prepared its financial statements in accordance accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). These financial statements for the year ended March 31, 2018 are the first the Company has prepared in accordance with Ind AS.

The financial statements have been prepared on a historical cost convention, except for certain financial assets and financial liabilities (including derivative instruments) that are measured at fair value as required under relevant Ind AS.

The financial statements are presented in Indian Rupees (Rs.) and all values are rounded to the nearest lakhs, except otherwise stated.

3. Summary of significant accounting policies

a) Current v/s non-current Classification

The significant accounting policies adopted by Company in respect of these Standalone Financial Statements, are set out below.

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is classified as current when it is:

- Expected to be realised or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:
- Expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period The Company classifies all other liabilities as non-current.
- Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Foreign currencies

The Company's financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency. Functional currency is the currency of the primary economic environment in which an entity operates and is normally the currency in which the entity primarily generates and expends cash.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

c) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.
Fair value is the price that would be received from sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell an asset or transfer the liability takes place either:

- In the principal market for the asset or liability
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1 -** Level 1 hierarchy includes financial instruments measured using quoted prices, for example listed equity instruments, traded bonds and mutual funds that have quoted prices.

- **Level 2 -** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques that maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable the instrument is included in level 2

Notes to the Financial Statements
for the year ended March 31, 2018

- **Level 3 -** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

d) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements and has pricing latitude.

Revenue from Sale of goods is recognised when significant risk & reward of ownership of the goods have been passed to the buyer. Revenue from the sale of goods is measured at the fair value of consideration received/ receivable, net of returns & allowances, trade discount & volume rebates. Further Revenue from sale of goods should be presented net of GST.

Revenue from a contract to provide services is recognised by reference to the stage of completion of the contract.

Interest

Interest income, is recorded using the effective interest rate (“EIR”). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the EIR, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

e) Inventories

Inventories are valued at the lower of cost and net realisable value.
Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials, work-in-process, finished goods, trading stock, packing material and stores and spares parts are valued at the lower of cost and net realizable value except scrap which is valued at net realizable value.

- Cost of inventories of items that are not ordinarily interchangeable or are meant for specific projects is assigned by specific identification of their individual cost.

- Cost of other inventories is ascertained on the Weighted average basis. In determining the cost of work-in-process and finished goods, fixed production overheads are allocated on the basis of normal capacity of production facilities.

- The comparison of cost and realizable value is made on an item-by-item basis.

- Net realizable value of work-in- process is determined on the basis of selling prices of related finished products.

- Raw Material and other supplies held for use in production of inventories are not written down below cost unless their prices have declined and it is estimated that the cost of related finished goods will exceed their net realizable value.

f) Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that Company incurs in connection with the borrowing of funds.

g) Income taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss [either in other comprehensive income (OCI) or in equity]. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred income tax is determined using tax rates that have been enacted by the end of reporting period. Deferred tax liabilities are recognised for all taxable temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences & losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised

Deferred tax assets & liability are offset when there is a legally enforceable right to offset when there is a legally enforceable right to offset current tax assets & liabilities & when the deferred tax balances relate to the same taxation authority.

Minimum Alternate Tax credit is recognised as assets only when & to the extent there is convincing evidence that the will pay normal tax during the specified period. Such assets is reviewed at each Balance Sheet date & the carrying amount of the MAT assets is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal tax during the specified period.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss i.e., either in other comprehensive income or in equity. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

h) Property, Plant and Equipment

On transition to Ind AS, the Company has adopted optional exception under Ind AS 101 to measure property, plant and equipment at fair value. Consequently, the fair value has been assumed to be deemed cost of Property, Plant and Equipment on the date of transition. Subsequently Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment losses, if any.

Items of Property, Plant and Equipment are measured at cost less accumulated depreciation and accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset.

An item of Property, Plant and Equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss within other income or other expense.

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each reporting date and adjusted prospectively, if appropriate. Residual value is considered as per the schedule II, where is different than those specified by schedule II, considered on technical evaluation made by management expert's.

The cost of replacing a part of an item of Property, Plant and Equipment is recognised in the carrying amount of the item of Property, Plant and Equipment, if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably with the carrying amount of the replaced part getting derecognised. The cost for day-to-day servicing of Property, Plant and Equipment are recognised in Statement of Profit and Loss as and when incurred.

Depreciation is provided on a pro-rata basis on the straight-line method over the estimated useful lives of the assets, based on technical evaluation made by management expert's which is different than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. Useful lives is as follows:

Category of assets	Life of asset
Factory Buildings	28 years
Plant and equipment including Telecom Networking ,Testing instrument, electrical equipment's, Fork lift and office equipment	20 years
Furniture and fixtures	15 years
Data Processing System	5 years

Leasehold land is amortized over the duration of the lease.

The gain or loss arising on the disposal or retirement of an item of Property, Plant and Equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of profit and loss on the date of disposal or retirement.

I) Intangible assets

On transition to Ind AS, the Company has elected to continue with the carrying value of its intangible asset recognised as at 1 April, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the intangible asset.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised over the useful life on a straight line basis and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a useful life are reviewed at least at the end of each financial year.

Intangible assets are amortized over their estimated useful life on straight line method

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and loss when the asset is derecognised.

j) Lease

The determination of whether an arrangement is a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Company as a lessee

A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease. All other leases are classified as operating leases. Payments made under operating leases are charged to statement of profit and loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

k) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

The expense relating to a provision is presented in the Statement of Profit and Loss, net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. The unwinding of discount is recognised in the Statement of Profit and Loss as a finance cost.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

l) Employee benefits

Short term employee benefits
All employee benefits expected to be settled wholly within twelve months of rendering the service are classified as short-term employee benefits. When an employee has rendered service to the Company during an accounting period, the Company recognises the undiscounted amount of short-term employee benefits expected to be paid in exchange for that service as an expense unless another Ind AS requires or permits the inclusion of the benefits in the cost of an asset. Benefits such as salaries, wages and short-term compensated absences and bonus etc. are recognised in Statement of Profit and Loss in the period in which the employee renders the related service.

Defined contribution plan

A defined contribution such as Provident Fund etc, are charged to statement of profit & loss as incurred. Further for employees, the monthly contribution for Provident Fund is made to a trust administrated by the Company.

Defined benefit plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Company's gratuity plan is a defined benefit obligation and the Company's liability is determined based on actuarial valuation (using the Projected Unit Credit method) at the end of each year. The Company funds the benefit through contributions to Insurance Companies.

Notes to the Financial Statements
for the year ended March 31, 2018

Remeasurements gains and losses arising from experience adjustment & change in actuarial assumption are recognised in the period in which they occur, directly in other comprehensive Income. They are included in retained earnings in the statement of change in equity & balance sheet.

Other long term benefits: Compensated Absences

Compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The Company's liability is determined based on actuarial valuation (using the Projected Unit Credit method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

m) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified into four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through Profit and Loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost, if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and
- Contractual terms of the asset that give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (“SPPI”) on the principal amount outstanding

This category is most relevant to the Company.

After initial measurement, such financial assets are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The accretion of EIR is recorded as an income/expense in Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Debt instruments and derivatives measured at fair value through profit and loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Debt instruments and derivatives included within the FVTPL category are measured at fair value with all changes recognized in the Profit and loss.

De-recognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised (i.e. removed from the Company's Balance Sheet) when:

- The contractual rights to receive cash flows from the asset has expired, or
- The Company has transferred its contractual rights to receive cash flows from the financial asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables and borrowings, etc.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and loss.

Financial liabilities at FVTPL

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through statement of profit or loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

n) Impairment

(I) Financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on financial assets that are debt instruments and are initially measured at fair value with subsequent measurement at amortised cost e.g., trade and other receivables, unbilled revenue, security deposits, etc.

The Company follows 'simplified approach' for recognition of impairment loss allowance for trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, twelve month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in the subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on a twelve month ECL.

(ii) Non- financial assets

The carrying amounts of the Company's non-financial assets, other than deferred tax assets, are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit ('CGU') is the greater of its value in use or its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets ('CGU').

The Company's corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognized, if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount and are recognised in Statement of Profit and Loss. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of goodwill, if any, allocated to the units and then to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

Impairment losses recognised in prior periods are assessed at end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

o) Derivative financial instrument

The Company uses derivative financial instruments i.e., forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss. The Company has not applied hedge accounting.

p) Share capital

Ordinary shares are classified as equity. Incremental costs, if any, directly attributable to the issue of ordinary shares, if any, are recognised as a deduction from equity, net of any tax effects.

q) Cash and cash equivalents

Cash and short-term deposits in the Balance Sheet and Cash Flow Statement comprise cash in hand, cash at banks and short-term deposits with a maturity of three months or less, which are subject to an insignificant risk of changes in value.

r) Equity investment (in subsidiaries)

Investments in subsidiaries are carried at cost. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries the difference between net disposal proceeds and the carrying amounts are recognized in the statement of profit and loss.

s) Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year/ period attributable to the shareholders of the Company by the weighted average number of equity shares outstanding as at the end of reporting period.

Diluted EPS amounts are calculated by dividing the profit attributable to the shareholders of the Company (after adjusting the corresponding income/ charge for dilutive potential equity shares, if any) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

t) Segment reporting

Identification of segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Only those business activities are identified as operating segment for which the operating results are regularly reviewed by the CODM to make decisions about resource allocation and performance measurement.

Notes to the Financial Statements
for the year ended March 31, 2018

Segment accounting policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

u) Contingencies

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

v) Dividends

Dividends on equity shares are recorded as a liability on the date of approval by the shareholders.

w) Export incentive

Export Incentive / credit earned under duty entitlement pass book scheme are treated as income in the year of export at the estimated realizable value / actual credit earned on exports made during the year.

x) Recent accounting pronouncements

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs (""MCA"") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency.

The amendment will come into force from 1 April 2018. The Company is evaluating the requirement of the amendment and the impact on the financial statements. The effect on adoption of Ind AS 21 is expected to be insignificant."

Ind AS 115

In March 2018 the Ministry of Corporate Affairs has notified the Companies (Indian Accounting Standards) Amended Rules, 2018 ("amended rules"). As per the amended rules, Ind AS 115 "Revenue from contracts with customers" supersedes Ind AS 11, "Construction contracts" and Ind AS 18, "Revenue"and is applicable for all accounting periods commencing on or after 1 April 2018.

Ind AS 115 introduces a new framework of five step model for the analysis of revenue transactions. The model specifies that revenue should be recognized when (or as) an entity transfer control of goods or services to a customer at the amount to which the entity expects to be entitled. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The new revenue standard is applicable to the Company from 1 April 2018.

The standard permits two possible methods of transition:

- Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors.
- Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach).

The Company is evaluating the requirement of the amendment and the impact on the financial statements. The effect on adoption of Ind AS 115 is expected to be insignificant".

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Notes to financial statements for the year ended March 31, 2018

3. Property, Plant and Equipment

(₹ In Lakhs)

	Freehold Land	Leasehold Land	Factory Buildings	Plant and equipment	Telecom Networking	Testing Instruments	Air Conditioners	Furniture and fixtures	Office Equipment's	Data Processing System	Vehicles	Fork Lift	Total
Cost or valuation													
At April 1, 2016	1.84	122.70	1,130.61	15,816.55	3,264.78	938.62	288.98	189.67	95.49	223.10	11.63	41.23	22,125.20
Additions	-	-	714.49	2,055.93	-	187.10	10.94	7.47	15.11	6.85	-	-	2,997.89
Disposals / adjustments	-	-	-	(30.38)	-	-	-	-	-	(1.24)	-	-	(31.62)
Vested in the Company pursuant to Scheme of Arrangement for Amalgamation (refer note no 47)	-	-	-	-	-	-	-	11.57	13.29	48.84	11.09	-	84.79
At March 31, 2017	**1.84**	**122.70**	**1,845.10**	**17,842.10**	**3,264.78**	**1,125.72**	**299.92**	**208.71**	**123.89**	**277.55**	**22.72**	**41.23**	**25,176.26**
Additions	-	605.67	2,262.46	7,008.45	33.39	158.25	286.59	131.58	241.47	26.74	-	-	10,754.60
Disposals / adjustments	-	-	-	(1,870.89)	-	-	-	(11.51)	(0.34)	-	-	-	(1,882.74)
At March 31, 2018	**1.84**	**728.37**	**4,107.56**	**22,979.66**	**3,298.17**	**1,283.97**	**586.51**	**328.78**	**365.02**	**304.29**	**22.72**	**41.23**	**34,048.12**
Accumulated Depreciation													
At April 1, 2016	-	21.20	683.10	10,920.84	1,861.45	648.40	227.02	122.75	46.65	165.92	11.05	16.00	14,724.38
Charge for the year	-	**1.25**	**46.75**	**1,421.76**	**155.07**	**29.29**	**9.61**	**13.80**	**5.12**	**12.86**	-	**2.44**	**1,697.95**
Disposals / adjustments	-	-	-	(12.61)	-	-	-	-	-	(1.16)	-	-	(13.77)
Preoperative Expense Adjustment	-	-	-	-	-	-	-	0.73	0.63	-	0.03	-	1.39
Vested in the Company pursuant to Scheme of Arrangement for Amalgamation (refer note no 47)	-	-	-	-	-	-	-	7.90	7.17	48.84	11.06	-	74.97
At March 31, 2017	-	**22.45**	**729.85**	**12,329.99**	**2,016.52**	**677.69**	**236.63**	**145.18**	**59.57**	**226.46**	**22.14**	**18.44**	**16,484.92**
Charge for the year	-	1.50	66.79	1,527.71	156.32	42.09	11.15	15.77	11.67	17.10	-	2.44	1,852.54
Preoperative Expense Adjustment	-	-	-	-	-	-	-	0.73	0.63	-	-	-	1.36
Disposals / adjustments	-	-	-	(1,647.36)	-	-	-	(4.49)	(0.13)	-	-	(6.53)	(1,658.51)
At March 31, 2018	-	**23.95**	**796.64**	**12,210.34**	**2,172.84**	**719.78**	**247.78**	**157.19**	**71.74**	**243.56**	**22.14**	**14.35**	**16,680.31**
Net Block value													
At March 31, 2018	**1.84**	**704.42**	**3,310.92**	**10,769.32**	**1,125.33**	**564.19**	**338.73**	**171.59**	**293.28**	**60.73**	**0.58**	**26.88**	**17,367.81**
At March 31, 2017	1.84	100.25	1,115.25	5,512.11	1,248.26	448.03	63.29	63.53	64.32	51.09	0.58	22.79	8,691.34
At 1st April 2016	1.84	101.50	447.51	4,895.71	1,403.33	290.22	61.96	66.92	48.84	57.18	0.58	25.23	7,400.82

4. Intangible assets

(₹ In Lakhs)

	Total
Gross block	
At April 1, 2016	2,521.52
Additons	31.73
Disposals / adjustments	-
Vested in the Company pursuant to Scheme of Arrangement for Amalgamation (refer note no 47)	64.20
At March 31, 2017	**2,617.45**
Additions	121.89
Disposals / adjustments	-
At March 31, 2018	**2,739.34**
Accumulated Amortisation	
At April 1, 2016	1,899.69
Charge for the year	257.13
Disposals / adjustments	-
Vested in the Company pursuant to Scheme of Arrangement for Amalgamation (refer note no 47)	64.20
At March 31, 2017	**2,221.02**
Charge for the year	266.84
Disposals / adjustments	-
At March 31, 2018	**2,487.86**
Net block value	
At March 31, 2018	251.48
At March 31, 2017	396.43
At 1st April 2016	621.83

Capital Work-in-progress	**(₹ In Lakhs)**
At 31st March 2018	**15,186.31**
At 31st March 2017	16,537.13
At 1st April 2016	200.94

Notes to the Financial Statements
for the year ended March 31, 2018

5. Financial assets - Investments

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Investment in subsidiaries :			
Equity Instruments (Unquoted)			
586 (March 31 2017: 586, April 1, 2016: 586) equity share of Arab Emirates Dhiram (AED) 150,000 each fully paid-up in AOL FZE (Dubai)	14,736.18	14,736.18	14,736.18
Nil (March 31 2017: Nil , April 1, 2016: 225,950,000) Equity Shares of Rs.5/- each fully paid-up in APAKSH Broadband Limited (refer note no.46)	-	-	11,297.50
3,600,000 (March 31, 2017: 3,600,000, April 1, 2016: Nil) Equity Shares of Rs. 10/- each fully paid up in Aksh Composites Private Limited (formerly known as Unitape Mandovi Composites Private Limited)	337.42	337.42	-
AOL Technologies FZE (Dubai) (invested in equity shares, pending for allotment)	180.90	-	-
Aksh Technologies (Mauritius) Limited (invested in equity shares, pending for allotment)	123.35	-	-
Deemed investment in subsidiaries* (refer note no.34(e))	231.20	42.92	52.62
	15,609.05	**15,116.52**	**26,086.30**
Investment others :			
National Saving Certificates (Deposited with government department as security) "	0.05	0.05	0.05
	0.05	**0.05**	**0.05**
	15,609.10	**15,116.57**	**26,086.35**
Other Details			
Investment in subsidiaries	15,609.05	15,116.52	26,086.30
Investment in others	0.05	0.05	0.05

*The Company has provided corporate guarantee against credit facilities availed by its wholly owned subsidiaries. As no payment is made by the wholly owned subsidiaries to the Company, the same has been considered as a deemed capital contribution by AOL to its subsidiaries, since the guarantee has been provided by AOL in its capacity as a shareholder. As a result, the financial guarantee has been fair valued and has been presented as deemed investment in subsidiary with a corresponding credit in other financial liabilities which will be amortised over period of term loan.

6. Financial assets - Loans

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current			
Security deposit *	226.04	100.34	106.82
	226.04	**100.34**	**106.82**
Current			
Security deposit*	32.35	135.71	45.43
Loan and advances to related parties (refer note no.34)	6,946.77	4,581.42	4,258.02
Loan and advances to others	350.00	350.00	350.00
	7,329.12	**5,067.13**	**4,653.45**

* Security deposit are financial assets and are refundable in cash. These are measured based on effective interest method.

7. Financial assets - Other Financial Assets

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non Current			
Margin Money #	512.49	1,082.01	862.30
	512.49	**1,082.01**	**862.30**
Current			
Interest accrued on fixed deposits	36.89	40.66	75.03
Interest accrued on other deposits	58.21	157.96	131.90
Derivative Instruments			
Foreign exchange forward contracts	18.99	116.62	44.08
Other receivable from related parties	270.34	-	-
	384.43	**315.24**	**251.01**

8 Deferred Tax Assets (net)

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Deferred Tax Liability			
Fixed assets: Impact of difference between tax depreciation and depreciation/ amortisation charged for the financial reporting	951.66	747.90	918.68
Gross deferred tax liability	**951.66**	**747.90**	**918.68**
Deferred tax asset			
Provision for doubtful debts	30.65	-	-
Disallowances under the Income Tax Act, 1961	114.46	100.74	24.88
Gross deferred tax asset	**145.11**	**100.74**	**24.88**
MAT credit	1,060.52	1,533.45	2126.42
Deferred Tax Assets (net)	**253.97**	**886.29**	**1232.62**

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Notes to the Financial Statements
for the year ended March 31, 2018

Reconciliation of deferred tax assets

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Opening deferred tax assets (net)	886.31	1,232.62
Deferred tax credit / (charge) recorded in statement of profit & loss	(158.42)	238.80
Deferred tax credit / (charge) recorded in OCI	(0.96)	7.84
Utilisation of MAT credit	(472.93)	(592.97)
others	(0.03)	-
Closing deferred tax assets (net)	**253.97**	**886.29**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2018 and March 31, 2017:

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Accounting profit before income tax	3,479.80	2,234.83
At India's statutory income tax rate of 34.608%.% (March 31, 2017: 34.608%)	1,204.29	773.43
Adjustments in respect of current income tax of previous years	(2.71)	-
Impact of change in tax rate	7.76	41.77
Impact of permanent disallowances under Income Tax Act	22.32	30.48
Impact of different tax created on capital gains	(21.72)	-
Others	(10.85)	16.59
At the effective income tax rate of 34.459% (March 31, 2017: 38.583%)	1,199.09	862.27
Income tax expense reported in the statement of profit and loss	**1,199.09**	**862.27**

9. Other Assets

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current			
Capital advances	832.02	1,572.40	254.18
Prepaid expenses	40.72	-	-
Income Tax Refund Due	52.81	52.81	52.81
Deferred lease expense on security deposits paid	9.07	5.20	0.79
Total Other Non-Current Assets	**934.62**	**1,630.41**	**307.78**
Current			
Advances recoverable in cash or kind	559.30	910.29	587.81
Prepaid expenses	305.53	145.74	185.11
Balances with statutory / government authorities	2,253.09	2,094.94	1,576.12
Deferred lease expense on security deposits paid	6.41	10.29	0.40
Total Other Current Assets	**3,124.33**	**3,161.26**	**2,349.44**

10. Inventories

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
(Valued at lower of cost and net realisable value)			
Finished and traded goods	981.01	256.23	91.70
Raw material	1,730.19	1,449.12	1,738.75
(Includes stock in transit Rs. 109.87 Lakhs, March 31,2017 : Nil, April 1,2016 : Nil)			
Semi finished goods	1,531.14	2,352.96	383.38
Stores, spares and others	510.95	321.50	188.22
	4,753.29	**4,379.81**	**2,402.05**

11. Financial assets - Trade Receivables

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Trade receivables	20,527.40	15,152.99	16,496.19
Receivables from related parties	827.47	412.15	1,709.87
	21,354.87	**15,565.14**	**18,206.06**
Less : Provision for doubtful debts	87.73	-	-
	21,267.14	**15,565.14**	**18,206.06**
Breakup of security details			
Secured, considered good	-	-	-
Unsecured, considered good	21,267.14	15,565.14	18,206.06
Considered doubtful	87.73	-	-
	21,354.87	**15,565.14**	**18,206.06**

There are no trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private Companies respectively in which any director is a partner, a director or a member.

Trade receivables are generally non-interest bearing and are generally on terms of 30 to 120 days.

Notes to the Financial Statements
for the year ended March 31, 2018

12. Financial assets - Cash and Cash equivalents

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Balances with banks:			
On current accounts*	414.06	115.68	146.49
On unpaid dividend account	1.46	1.46	1.46
Cash on hand	11.49	6.55	7.91
	427.01	**123.69**	**155.86**

* Includes earmaked bank balances amouting to Rs. 3.00 lakhs.

13. Financial assets - Other Bank Balances

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Deposits with original maturity of more than 12 months	12.10	4.00	20.00
Deposits with original maturity of less than 12 months	1.00	155.00	161.00
Margin Money #	1,865.35	698.70	1,289.25
	1,878.45	**857.70**	**1,470.25**

The Company has pledged fixed deposits with banks to fulfill collateral and margin requirement towards various bank facilities sanctioned to the Company.

14. Share Capital

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Authorized Shares (Nos)			
520,100,000 (March 31,2017 : 520,100,000, April 1, 2016 : 170,100,000) Equity Shares of Rs. 5/- each	26,005.00	26,005.00	8,505.00
Issued, subscribed and fully paid-up shares (No.)			
162,697,971 (March 31,2017 : 162,665,070, April 1, 2016 : 162,665,070) Equity Shares of Rs. 5/- each	8,134.90	8,133.25	8,133.25
	8,134.90	**8,133.25**	**8,133.25**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares

(₹ In Lakhs)

Particulars		31-Mar-2018	31-Mar-2017	1-Apr-2016
At the beginning of the year	Nos.	162,665,070	162,665,070	151,539,689
Add:				
Issued during the year	Nos.	32,901	-	11,125,381
Outstanding at the end of the year	**Nos.**	**162,697,971**	**162,665,070**	**162,665,070**
At the beginning of the year	Rs. in Lakhs	8,133.25	8,133.25	7,576.98
Add:				
Issued during the year	Rs. in Lakhs	1.65	-	556.27
Outstanding at the end of the year	**Rs. in Lakhs**	**8,134.90**	**8,133.25**	**8,133.25**

Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of Rs 5/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(b) During the period of five years immediately preceding to reporting date, the Company has not

(i) issued any bonus shares
(ii) Bought back any shares

Aggregate number of share issued for consideration other than cash during the period of five years immediately preceding the reporting date:

Equity Shares

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Equity Shares alloted to minority shareholders of erstwhile APaksh Broadband Limited	32,901	-	-

Notes to the Financial Statements
for the year ended March 31, 2018

15. Other Equity

(₹ In Lakhs)

		31-Mar-2018	31-Mar-2017
Securities Premium Account			
Balance as per the last financial statements		33,064.11	33,064.11
Closing Balance	**(A)**	**33,064.11**	**33,064.11**
Capital Reserves			
Balance as per the last financial statements		2,223.35	-
Add :			
Vested in the Company pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Company (Pertaining to forfeited Shares) (refer note no.47)		-	2,214.53
Vested in the Company pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Company (Pertaining to minority interest) (refer note no.47)		-	8.82
Closing Balance	**(B)**	**2,223.35**	**2,223.35**
Other reserve - Shares pending for allotment			
Balance as per the last financial statements		1.65	-
Add : Pending share allottment to minority shareholders of erstwhile APAKSH Broadband Limited pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Company (refer note no.46)		-	1.65
Less : Shares alloted during the year		(1.65)	-
Closing Balance	**(C)**	-	**1.65**
Retained Earnings			
Balance as per the last financial statements		3,477.61	2,916.74
Vested in the Company pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Company (refer note no. 46).		-	(796.88)
Profit for the year		2,280.71	1,372.56
Add/(Less) Other Comprehensive Income		1.82	(14.80)
Closing Balance	**(D)**	**5,760.14**	**3,477.62**
Total Other Equity	**(A+B+C+D)**	**41,047.60**	**38,766.73**

Distribution proposed

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Proposed dividends on Equity shares :		
Cash dividend for the year ended on March 31, 2018 : Rs.0.30 Per share (March 31, 2017 : Nil)	488.09	-
Dividend Distribution Tax (DTT) on proposed dividend	100.33	-
	588.42	-

Proposed dividend on equity shares is subject to approval at the annual general meeting and is not recongised as a liability (including DTT thereon) as at March 31, 2018.

Notes to the Financial Statements
for the year ended March 31, 2018

16. Financial liabilities - Non-Current Borrowings

(₹ In Lakhs)

Particulars		31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current				
Borrowings				
Secured Loans				
Foreign Currency Loan from Banks		2,868.02	-	2,119.65
Indian Rupee Loan from Banks		5,117.58	2,772.23	405.68
Indian Rupee Loan from Others		-	-	1.51
	(A)	**7,985.60**	**2,772.23**	**2,526.84**
Unsecured Loans				
Indian Rupee Loan from Others		-	2.89	35.96
	(B)	-	**2.89**	**35.96**
Total Non-Current long term borrowings	**(A)+(B)**	**7,985.60**	**2,775.12**	**2,562.80**
The above amount includes				
Secured borrowings		7,985.60	2,772.23	2,526.84
Unsecured borrowings		-	2.89	35.96
Current maturities of long term debt				
Term Loans				
Secured Loans				
Foreign Currency Loan from Banks		738.39	2,160.97	1,892.39
Indian Rupee Loan from Banks		1,456.11	775.78	193.71
Indian Rupee Loan from Others		-	1.51	8.15
	(A)	**2,194.50**	**2,938.26**	**2,094.25**
Unsecured Loans				
Indian Rupee Loan from Others		2.89	33.07	57.48
	(B)	**2.89**	**33.07**	**57.48**
Total Current Maturities	**(A)+(B)**	**2,197.39**	**2,971.33**	**2,151.73**
The above amount includes				
Secured borrowings		2,194.50	2,938.26	2,094.25
Unsecured borrowings		2.89	33.07	57.48
Amount disclosed under the head "other financial liabilities" (refer note no. 18)		(2,197.39)	(2,971.33)	(2,151.73)
		-	-	-

Indian rupee loan from banks amounting to Rs. 6,573.69 lakhs (March 31, 2017: Rs. 3,548.01 lakhs, April 1, 2016 : Rs. 599.39 lakhs) carries interest rate ranging between 9.20% p.a. to 11.10% p.a. and repayable in next 6 years in quarterly installments. The loans are secured by way of first pari passu charge on fixed assets of the Company, second pari passu charge on current assets of the Company and further secured by personal guarantee of Dr. Kailash S Choudhari.

Foreign currency term loan from banks amounting to Rs. 3,606.41 lakhs (March 31, 2017: Rs. 2,160.97 Lakhs, April 1, 2016: Rs. 4,012.04 Lakhs) carries interest rate ranging between 4 % to 6% p.a. and repayable in next 6 years in quarterly installments. The loans are secured by way of first pari passu charge on fixed assets of the Company, second pari passu charge on current assets of the Company and further secured by personal guarantee of Dr. Kailash S Choudhari.

Term loan from others includes Indian rupee loan from Hewlett Packard Financial Services (India) Private Limited amounting to Rs. 2.89 lakhs (March 31, 2017: Rs. 35.96 lakhs, April 1, 2016 : Rs. 93.44 lakhs) which carries fixed interest @ 13.68% and repayable in next one year in equal monthly instalment.

17. Financial liabilities - Trade Payables

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current			
Trade Payables (including acceptances) (refer note no.43 for details of dues to Micro, Small and Medium enterprises)	138.90	249.36	403.59
	138.90	**249.36**	**403.59**
Other Details			
Trade payables to related parties (Refer Note no. 34)	-	-	-
Others	138.90	249.36	403.59
Current			
Trade Payables (including acceptances) (refer note no. 43 for details of dues to Micro, Small and Medium enterprises)	10,392.76	9,811.06	6,975.13
	10,392.76	**9,811.06**	**6,975.13**
Other Details			
Trade payables to related parties (Refer note no. 34)	107.52	-	-
Others	10,285.24	9,811.06	6,975.13

Trade payables are generally non-interest bearing and are generally on terms of 30 to 90 days.

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Notes to the Financial Statements
for the year ended March 31, 2018

18. Financial liabilites - Other Financial Liabilities

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current			
Interest accrued but not due on borrowings / trade payable	27.10	47.21	74.20
Financial guarantee obligation	156.77	11.93	20.59
Total Non-Current financial liabilities	**183.87**	**59.14**	**94.79**
Current			
Current maturities of long term debt (Refer Note no. 16)	2,197.39	2,971.33	2,151.73
Interest accrued but not due on borrowings / trade payable	43.05	105.24	143.37
Unclaimed Dividend 2013-14*	1.46	1.46	1.46
Financial guarantee obligation	34.40	8.66	7.77
0 % Security Deposits	613.59	427.75	475.61
Others	3,586.84	1,073.19	770.38
Total Current financial liabilities	**6,476.73**	**4,587.63**	**3,550.32**

*Unclaimed dividend will be deposited in Investor Education and Protection fund as and when due

19. Provisions

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current			
Provision for Gratuity & Compensated Absences (refer note no. 32)	247.76	239.53	204.34
	247.76	**239.53**	**204.34**
Current			
Provision for Gratuity & Compensated Absences	15.13	8.77	10.38
	15.13	**8.77**	**10.38**

20. Short Term Borrowings

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Secured Loans			
Working capital facilities from Banks	6,345.26	3,709.15	2,821.44
Buyer's Credit from Banks	540.45	184.66	521.73
Loan from Others	-	497.93	-
Unsecured Loans			
Deposits (unsecured)			
Inter corporate deposit from others	250.00	250.00	200.00
Liability towards bills discounted from Bank/others	5,682.58	2,731.88	4,055.19
	12,818.29	**7,373.62**	**7,598.36**
Total secured loans	6,885.71	4,391.74	3,343.17
Total unsecured loans	5,932.58	2,981.88	4,255.19

Working capital facilities from banks are secured by way of first pari-passu charge on hypothecation of raw materials, work-in-progress, finished goods and trade receivables both present and future and second pari-passu charge on the fixed assets of the Company. These facilities are further secured by way of first pari-passu charge on the immovable properties of the Company and personal guarantee of Dr. Kailash S. Choudhari. The cash credit is repayable on demand and credit carries interest in the range of 9.25% to 9.80 % p.a.

Buyer's credit are secured by hypothecation of raw materials, work-in-progress, finished goods and trade receivables and carries rate of interest @ 4% to 5% p.a. (excluding hedging premium).

Inter corporate deposits from other are repayable on demand and carries interest @ 15% p.a.

Bills Discounting are unsecured and carries interest @ 9% to 10% p.a.

Loan from others are secured by way of exclusive charge on Plant and Machinery of the erstwhile APAksh Broadband Limited (Vested in the Company pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Company) covered under loan agreement and personal guarantee of Dr Kailash S. Choudhari.

21. Other Current Liabilities

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Advance from Customers	1,078.62	831.43	114.07
Others	630.59	676.78	217.94
	1,709.21	**1,508.21**	**332.01**

Notes to the Financial Statements
for the year ended March 31, 2018

22. Revenue From Operations

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Revenue from operations (inclusive of excise duty)		
Sale of products		
- Finished goods	53,012.34	42,718.76
- Traded goods	1,746.12	1,316.94
Sale of services	2,709.39	2,489.23
Other operating revenue		
- Scrap sales	95.75	49.06
- Export Incentives	826.88	670.99
- Exchange Fluctuation	547.45	554.77
- Other operating revenue	1.22	4.35
	58,939.15	**47,804.10**

23. Other Income

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Interest income		
on deposits	145.43	187.96
on advances to Related parties	202.24	132.51
on other advances	98.89	60.75
Other Income	-	176.34
	446.56	**557.56**

24. Cost of raw material and components consumed

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Inventory at the beginning of the year	1,449.12	1,738.75
Add: Purchases	36,878.47	31,228.79
	38,327.59	**32,967.54**
Less: inventory at the end of the year	1,730.19	1,449.12
Cost of raw material and components consumed	**36,597.40**	**31,518.42**

25. Details of purchase of traded goods

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Telecom & electronic items	1,366.67	1,151.93
	1,366.67	**1,151.93**

26. (Increase)/ decrease in inventories

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Inventories at the end of the year		
Finished/Traded goods	981.01	256.23
Semi Finished goods	1,531.14	2,352.96
	2,512.15	**2,609.19**
Inventories at the beginning of the year		
Finished/traded goods	256.23	91.70
Semi finished goods	2,352.96	383.38
	2,609.19	**475.08**
	97.04	**(2,134.11)**

27. Employee benefits expense

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Salaries, wages and bonus	2,934.67	2,276.17
Contribution to provident and other funds	235.55	166.46
Gratuity	69.38	47.97
Staff welfare expenses	225.80	140.58
Directors' Remuneration	107.96	94.71
	3,573.36	**2,725.89**

28. Finance costs

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Interest on Cash Credit	537.54	393.60
Interest on Term Loan	499.15	114.65
Interest Others	366.71	472.24
Bank Charges	388.85	361.26
	1,792.25	**1,341.75**

During the year, the Company has capitalised borrowing costs of Rs. 70.66 lakhs (March 31, 2017: Rs. 61.77 lakhs) incurred on the borrowings specifically availed for expansion of production facilities. The interest expense disclosed above is net of the interest amount capitalised.

Notes to the Financial Statements
for the year ended March 31, 2018

29. Depreciation and amortisation expense

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Depreciation of Property, Plant & Equipment	1,852.54	1,697.95
Amortisation of intangible assets	266.84	257.13
	2,119.38	**1,955.08**

30. Other expenses

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Consumption of stores and spares	566.94	455.92
Increase/(Decrease) in Excise Duty Provision on Stock	(8.02)	2.68
Power & Fuel	1,283.62	888.83
Packing Material Consumed	2,517.82	2,062.26
Repair & Maintenance		
- Plant & Machinery	97.31	54.56
- Buildings	33.12	16.40
- Others	53.85	49.52
Sub-contracting expenses	1,957.98	1,730.98
Marketing & Service Charges	744.74	458.41
Freight & Cartage (Outward)	384.25	544.50
Travelling & Conveyance	441.75	302.29
CSR Expenditure*	63.94	76.45
Postage & Telephone	56.14	69.36
Insurance	99.35	50.29
Rent	134.72	116.90
Professional & Legal Expenses	344.01	199.34
Auditors' Remuneration**	40.21	51.18
Provision for doubtful debts	87.73	-
Other Expenses	861.51	517.04
	9,760.97	**7,646.91**
Less : Transfer to Capital Asset/ Capital Work in Progress	57.75	82.22
	9,703.22	**7,564.69**

* Details of CSR Expenditure

(₹ In Lakhs)

		31-Mar-2018	31-Mar-2017
a) Gross amount required to be spent during the year		62.58	65.03
b) Amount Spent during the year ending on March 31, 2018	**In Cash**	**Yet to be paid in cash**	**Total**
i) Construction/acquistion of an asset	-	-	-
ii) on Purchase other than (i) above	63.94	-	63.94
c) Amount Spent during the year ending on March 31, 2017			
i) Construction/acquistion of an asset	-	-	-
ii) on Purchase other than (i) above	76.45	-	76.45

** Payment to Auditor

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
As auditor:		
Audit fee	36.00	35.00
Tax audit fee	-	4.00
In other capacity:		
Taxation matters	-	5.94
Other services (certification fees)	0.20	5.07
Reimbursement of expenses	4.01	1.17
	40.21	**51.18**

31. Exceptional (expense)/income

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Foreign Exchange Fluctuations	(62.25)	26.11
Profit/(Loss) on sale of fixed assets	21.97	(12.37)
Balances written off	(9.83)	0.62
	(50.11)	**14.36**

32. Employee benefits

Defined benefit plans

Gratuity:

Provision for gratuity is determined based on actuarial valuation using projected unit credit method. Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with Life Insurance Corporation of India in the form of a qualifying insurance policy.

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Notes to the Financial Statements
for the year ended March 31, 2018

Changes in the present value of the defined benefit obligation are, as follows:

(₹ In Lakhs)

	Gratuity Funded	Compensated absences
Defined benefit obligation at April 1, 2016	**218.40**	**67.91**
Interest expense	17.47	5.43
Service cost	36.02	20.43
Benefits paid	(2.48)	(2.26)
Actuarial (gain)/ loss on obligations	23.84	1.85
Defined benefit obligation at March 31, 2017	**293.25**	**93.36**
Interest expense	22.11	7.04
Service cost	43.52	23.94
Past Service Cost including curtailment Gains /Losses	13.80	-
Benefits paid	(2.52)	(15.65)
Actuarial (gain)/ loss on obligations	(2.21)	(4.82)
Defined benefit obligation at March 31, 2018	**367.95**	**103.87**

Reconciliation of fair value of plan assets and defined benefit obligation:

(₹ In Lakhs)

	Gratuity Funded	Compensated absences
Present value of obligation	218.40	67.91
Fair value of plan assets	69.10	-
Net assets / (liability) recognized in balance sheet as provision as at April 1, 2016	**(149.30)**	**(67.91)**
Present value of obligation	293.25	93.36
Fair value of plan assets	133.32	-
Net assets / (liability) recognized in balance sheet as provision as at March 31, 2017	**(159.93)**	**(93.36)**
Present value of obligation	367.95	103.87
Fair value of plan assets	208.93	-
Net assets / (liability) recognized in balance sheet as provision as at March 31, 2018	**(159.02)**	**(103.87)**

Amount recognised in Statement of Profit and Loss:

(₹ In Lakhs)

	Gratuity Funded	Compensated absences
Current service cost	36.02	20.43
Net interest expense	11.95	5.43
Net actuarial (gain)/loss recognised in the period	-	1.87
Amount recognised in Statement of Profit and Loss for year ended March 31, 2017	**47.97**	**27.73**
Current service cost	57.32	23.94
Net interest expense	12.06	7.04
Net actuarial (gain)/loss recognised in the period	-	(4.82)
Amount recognised in Statement of Profit and Loss for year ended March 31, 2018	**69.38**	**26.16**

Amount recognised in Other Comprehensive Income:

(₹ In Lakhs)

	Gratuity Funded	Compensated absences
Actuarial (gain)/ loss on obligations	(23.84)	-
Return on plan assets (excluding amounts included in net interest expense)	1.20	-
Amount recognised in Other Comprehensive Income for year ended March 31, 2017	**(22.64)**	-
Actuarial (gain)/ loss on obligations	2.21	-
Return on plan assets (excluding amounts included in net interest expense)	0.57	-
Amount recognised in Other Comprehensive Income for year ended March 31, 2018	**2.78**	-

Changes in the fair value of plan assets are, as follows:

(₹ In Lakhs)

	Gratuity Funded	Compensated absences
Fair value of plan assets at April 1, 2016	**69.10**	-
Actual return on plan assets	6.72	-
Employer contribution	57.50	-
Fair value of plan assets at March 31, 2017	**133.32**	-
Actual return on plan assets	10.61	-
Employer contribution	65.00	-
Fair value of plan assets at March 31, 2018	**208.93**	-

The major categories of plan assets of the fair value of the total plan assets are as follows:

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Investment Details	Gratuity	Gratuity	Gratuity
Funds Managed by Insurer	100%	100%	100%

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Average Past Service	6.08	6.54	6.93
Average Age	33.88	34.29	34.54
Average remaining working life	24.12	23.71	23.46
Weighted average duration of PBO	18.52	18.36	17.96
Discounting rate	7.71%	7.54%	8%
Future salary Increase	5.50%	5.50%	5.50%

Sensitivity analysis:

Sensitivity Analysis of the defined benefit obligation - Gratuity Plan

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Impact on defined benefit obligation	**367.95**	**293.25**	**218.40**
Delta effect of +0.5% change in discount rate	(19.90)	(17.14)	(12.91)
Delta effect of -0.5% change in discount rate	21.61	18.66	14.05
Delta effect of +0.5% change in salary increase	18.41	18.94	14.33
Delta effect of -0.5% change in salary increase	(17.25)	(17.54)	(13.27)

Sensitivity Analysis of the defined benefit obligation - Compensated absences

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Impact on defined benefit obligation	**103.87**	**93.36**	**67.91**
Delta effect of +0.5% change in discount rate	(6.70)	(5.59)	(4.02)
Delta effect of -0.5% change in discount rate	7.35	6.12	4.40
Delta effect of +0.5% change in salary increase	7.48	6.21	4.48
Delta effect of -0.5% change in salary increase	(6.87)	(5.72)	(4.13)

Maturity Profile of Defined Benefit Obligation

(₹ In Lakhs)

Years	31-Mar-2018	31-Mar-2017
0 to 1 Year	12.25	6.58
1 to 2 Year	23.79	5.25
2 to 3 Year	13.52	5.09
3 to 4 Year	6.58	16.63
4 to 5 Year	10.18	8.33
5 to 6 Year	12.45	7.92
6 Year onwards	289.18	243.43

Defined contribution plans

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Employer's Contribution to Provident Fund	183.64	138.70
Employer's Contribution to ESI	9.08	3.44
Employer's Contribution to NPS	42.83	24.32
	235.55	**166.46**

Notes to the Financial Statements
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33. Segment information

Ind AS 108 establishes standards for the way that companies report information about operating segments and related disclosures about products and services, geographic areas, and major customers. The Company's operations pre-dominantly relate to manufacturing, services and trading of goods. The Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on analysis of various performance indicators pertaining to business. The accounting principles used in preparation of the financial statements are consistently applied to record revenue and expenditure in segment information, and are as set out in the significant accounting policies. The information about business segments are given below:

(A) Primary segment

(₹ In Lakhs)

	Manufacturing		Services		Trading		Total	
	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17
Segment Revenue								
External Turnover	54,569.99	44,019.80	2,623.04	2,467.36	1,746.12	1,316.94	58,939.15	47,804.10
Inter Segment Turnover	405.84	138.13	-	-	-	-		-
Total Revenue	**54,975.83**	**44,157.93**	**2,623.04**	**2,467.36**	**1,746.12**	**1,316.94**	**58,939.15**	**47,804.10**
Segment Results before Interest and Taxes	**5,892.42**	**3,939.79**	**(1,421.47)**	**(993.99)**	**404.65**	**235.20**	**4,875.60**	**3,181.00**
Less : Finance Costs							1,792.25	1,341.75
Add : Interest Income							446.56	381.22
Add : Exceptional Items							(50.11)	14.36
Add/(Less): Unallocated (Expenses)/Income							-	-
Profit before Tax							**3,479.80**	**2,234.83**
Other Information								
Segment Assets	41,837.09	29,113.63	23,995.36	23,691.96	810.49	467.85	66,642.94	53,273.44
Unallocated Assets							22,862.65	20,637.05
Total Assets	**41,837.09**	**29,113.63**	**23,995.36**	**23,691.96**	**810.49**	**467.85**	**89,505.59**	**73,910.49**
Segment Liabilities	35,579.34	20,977.11	4,095.96	5,551.64	101.78	83.70	39,777.08	26,612.45
Unallocated Liabilities							546.01	398.06
Share Capital & reserves							49,182.50	46,899.98
Total Liabilities	**35,579.34**	**20,977.11**	**4,095.96**	**5,551.64**	**101.78**	**83.70**	**89,505.59**	**73,910.49**
Depreciation and Amortization	648.47	462.64	1,470.91	1,409.80	-	-	2,119.38	1,955.08

Note :-
Total Revenue is after elimination of inter segment turnover of Rs. 405.84 Lakhs (March 31, 2017 : Rs. 138.13 Lakhs)

(B) Secondary segment

(₹ In Lakhs)

Revenue from external customer *	31-Mar-2018	31-Mar-2017
Within India	36,211.01	22,806.00
Outside India	22,728.14	24,998.10
Total Revenue as per statement of profit and loss	**58,939.15**	**47,804.10**
* The revenue information above is based on the locations of the customers.		

(₹ In Lakhs)

Non-Current Operating Assets **	31-Mar-2018	31-Mar-2017
Within India	32,805.60	25,624.90
Outside India	-	-
Total	**32,805.60**	**25,624.90**

** Non-Current Operating Assets for this purpose consist of Property, Plant & Equipment, Capital work in progress and Intangible Assets.

(C) Revenue from one customer in India more than 10% amounted to Rs. 14411.70 Lakhs.

34. Related party transactions

In accordance with the requirements of Indian Accounting Standard (Ind AS) - 24 'Related Party Disclosures' the names of the related party where control exists/ able to exercise significant influence along with the aggregate transactions and year end balance with them as identified by the management in the ordinary course of business and on arms' length basis are given below:

(a) Subsidiary Companies :

- AOL FZE, (Dubai)
- AOL Composites (Jiangsu) Co. Limited, (China) (step down subsidiary)
- Aksh Composites Private Limited, (India) (formerly known as Unitape Mandovi Composites Pvt. Ltd.) w.e.f 15-Sept-2016
- AOL Projects DMCC, (Dubai) (step down subsidiary) (till 28.12.2016)
- AOL Technologies FZE, (Dubai)
- Aksh Technologies (Mauritius) Limited, (Mauritius)

Notes to the Financial Statements
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(b) Key Management personnel (KMP) and their relatives:

- Dr. Kailash S. Choudhari (Chairman and Managing Director)
- Mr. Satyendra Gupta (Deputy Managing Director w.e.f 28.05.2016)
- Mr. B.R.Rakhecha (Independent Director)
- Mr Amrit Nath (Independent Director)
- Mr Dinesh Kumar Mathur (Independent Director till 12.08.2017)
- Ms. Devika Raveendran (Independent Director)
- Mr. Gauri Shankar (Independent Director w.e.f. 08.04.2017)
- Mr. Gaurav Mehta (Chief- Corporate Affairs & Company Secretary w.e.f 28.05.2016)
- Mr. Pawan Kumar Gambhir (Chief Financial Officer w.e.f 28.05.2016)

(c) Transaction with related parties (₹ In Lakhs)

Nature of Transaction	Subsidiaries	KMP	Total
Re-imbursement of expenses	116.00		116.00
	24.17	-	*24.17*
Interest income on Loan	202.24		202.24
	132.50	-	*132.50*
Short term employee benefits		225.88	225.88
	-	*181.43*	*181.43*
Post employment benefits #	-	-	-
	-	*10.08*	*10.08*
Purchase / Services Received	275.12	58.50	333.62
	201.42	-	*201.42*
Sale (including capital goods)	870.70		870.70
	591.84	-	*591.84*
Advance Given	2,106.96	-	2,106.96
	1,912.03	-	*1,912.03*
Investments in Equity (Pending Allotment)	304.25	-	304.25
	-	-	-
Sitting Fees	-	12.08	12.08
	-	*9.74*	*9.74*
Corporate guarantee given	9,235.52	-	-
	-	-	-

Note : Figures in italic represents previous year
As the liabilities for gratuity and leave encashment are provided on an actuarial basis for the Company as a whole, the amounts pertaining to the Key Management Personnel are not included above.

(d) Balance due (to)/ from (₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Subsidiaries			
Trade Receivables	827.47	412.15	1,709.87
Loan and advances	6,946.77	4,581.42	4,258.02
Other receivables	270.34	-	-
Trade and other Payables	(107.52)	-	-
KMP			
Trade and other Payables	(34.14)	(6.73)	(6.27)

(e) Deemed investment in subsidiaries* (₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
APAKSH Broadband Limited	-		9.70
AOL FZE (Dubai)	95.30	42.92	42.92
AOL Technologies FZE	135.90	-	-
	231.20	**42.92**	**52.62**

All transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and their settlement occurs in cash. For the year ended March 31, 2018, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (March 31, 2017: Nil, April 1, 2016: Nil)

Notes to the Financial Statements
for the year ended March 31, 2018

35. Detail of loans given, Investment made and guarantee given covered under section 186(4) of the Companies Act, 2013

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
(a) Loan given by the Company for general business purposes as at balance sheet date :		
AOL FZE (Dubai)	961.24	202.02
Aksh Composite Private Limited	170.00	87.00
AOL Technologies FZE	975.72	-
(b) Investment made are given under respective head (refer note no 5)		
Aksh Composite Private Limited	-	337.42
AOL Technologies FZE, (Dubai)	180.90	-
Aksh Technologies (Mauritius) Limited, (Mauritius)	123.35	-
(c) Corporate guarantee given by the Company as at balance sheet date :		
APAKSH Broadband Limited	-	-
AOL FZE (Dubai)	2,778.50	-
Aksh Composites Private Limited	200.00	-
AOL Technologies FZE	6,257.02	-
MKC Industries Private Limited (formerly known as Travenza Tours Private Limited)	-	40.90
For year ended transaction with related parties refer note no.34		

36. Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit for the year attributable to the equity shareholders of the Company by weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

	31-Mar-2018	31-Mar-2017
Profit for the year (Rs. In Lakhs)	2,280.71	1,372.56
Weighted average number of equity shares in calculating basic EPS (absolute value in number)	162,697,971	162,665,070
Effect of dilution (Absolute value in number)	-	32,901
Weighted average number of equity shares in calculating basic EPS (absolute value in number)	162,697,971	162,697,971
Earning per share		
Basic EPS (on nominal value of Rs. 5 per share) Rs./share	1.40	0.84
Diluted EPS (on nominal value of Rs. 5 per share) Rs./share	1.40	0.84

37 leases

Operating Lease :
The Company has entered into various lease agreements. The lease term is for periods of three to five years and renewable at the option of both the parties.

Future minimum rentals payable under non cancellable operating leases are as follows:

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
With in one year	120.23	104.55	45.15
After one year but not more than five years	112.41	232.65	-
More than five years	-	-	-
	232.64	**337.20**	**45.15**

38. Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, acCompanying disclosures and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Income taxes

The Company is subject to income tax laws as applicable in India. Significant judgment is required in determining provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

In assessing the realisability of deferred tax assets, management considers whether it is probable, that some portion, or all, of the deferred tax assets will not be realised. The ultimate realisation of deferred tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the projected future taxable income and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable incomes over the periods in which the deferred tax assets are deductible, management believes that it is probable that the Company will be able to realise the benefits of those deductible differences in future.

Employee benefit obligations

The cost of the defined benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in note 32.

Contingencies

Management judgement of contingencies is based on the internal assessments and opinion from the consultants for the possible outflow of resources, if any.

39. Capital & other commitments

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	850.49	4,830.89	2,276.93
Outstanding export obligation under EPCG scheme	2,646.29	1,850.51	-
Commitment relating to further investment in subsidiary	41.91	-	-

The Company has other commitments for purchase orders which are issued after considering requirements as per operating cycle for purchase of services, employee benefits. The Company does not have any long term commitment or material non-cancellable contractual commitments/contracts with respect to contractual expenditure which might have a material impact on the financial statements.
For commitments relating to lease arrangements please refer note no.37

40. Contingent liabilities

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Disputed Liabilities in appeal			
Sales tax matters	93.73	31.81	124.88
Service tax	67.81	239.05	232.89
Excise / custom duty	187.92	246.61	555.08
Income tax matters	92.72	103.32	91.01
Others *	2,120.48	547.75	177.03
Outstanding amount of duty saved against advance license	992.77	1,338.01	
Outstanding amount of duty saved against EPCG scheme	441.05	346.07	-
Corporate guarantees given	3,128.64	1,020.21	2,033.12

* Includes Contingent liabilities of Rs. 373.75 lakhs 'Vested in the Company pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Company. (refer note no. 47)

41. Derivatives instruments

A. Forward contracts outstanding as at the reporting date:-

(Amount In Lakhs)

	Currency	31-Mar-2018	31-Mar-2017	01-Apr-2016
Forward contracts to sell	USD	27.75	38.75	34.25
	EURO	-	-	1.00
Forward contracts to buy	USD	8.36	-	3.33
	GBP	-	10.00	-

B. Particulars of foreign currency receivable as at the reporting date

(Amount In Lakhs)

	Currency	31-Mar-2018	31-Mar-2017	01-Apr-2016
Export of goods	USD	91.73	79.42	89.46
	EURO	8.59	4.87	6.65
	GBP	-	0.02	0.02
	RINGGIT	-	-	22.10
Advance to Vendor	USD	2.67	21.53	4.02
	EURO	1.48	0.17	1.71
	AED	0.02	0.02	-
	GBP	0.31	2.33	0.94
	RINGGIT	-	-	0.89
Loan and advances to related party	USD	70.80	40.80	37.80
	AED	3.98		
Interest receivable on advances	USD	31.28	28.45	26.46

Notes to the Financial Statements
for the year ended March 31, 2018

C. Particulars of foreign currency payable as at the reporting date

(Amount In Lakhs)

	Currency	31-Mar-2018	31-Mar-2017	01-Apr-2016
Import of goods and services	USD	48.71	30.48	22.50
	EURO	4.73	8.63	9.81
	RINGGIT	-	0.09	-
	GBP	0.55		
Advance from customers	USD	15.69	10.33	1.11
	EURO	0.17	0.56	0.71
Buyer's Credit	USD	8.33	2.86	7.87
Bill Discounting	USD	2.04	-	-
Term Loan	USD	18.50	33.32	61.88
	EURO	32.20	-	-

42. Details of Loans and Advances given to Subsidiaries

The details are provided as required by regulation 53 (f) read with Para A of Schedule V to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

(₹ In Lakhs)

A. Outstanding amount	31-Mar-2018	31-Mar-2017	01-Apr-2016
Name of Subsidiary			
AOL FZE (Dubai)	5,623.85	4,490.92	4,258.02
Aksh Composites Private Limited	276.33	90.50	-
AOL Technologies, FZE	1,002.88	-	-
B. Maximum Balance during the year			
Name of Subsidiary			
AOL FZE (Dubai)	5,623.85	4,490.92	4,258.02
Aksh Composites Private Limited	276.33	90.50	-
AOL Technologies, FZE	1,002.88	-	-

43. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year.	107.52	-	4.85
Principal amount due to micro and small enterprises	107.52	-	4.85
Interest due on above	-	-	-
The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	-	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	-	-	-

44. Financial risk management objectives and policies

The Company’s principal financial liabilities, other than derivatives, comprise loans and trade payables. The main purpose of these financial liabilities is to raise finance for the Company’s operations. The Company has various financial assets such as trade receivables, bank balances and short-term deposits, which arise directly from its operations.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments and derivative financial instruments.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rate primarily relates to the Company's long-term debt obligations with floating interest rates.

The Company’s exposure to the risk of changes in market interest rates relates primarily to the Company’s borrowings with floating interest rates. The Company’s policy is to manage its interest cost using a mix of fixed, floating rate borrowings.

Interest rate sensitivity

(₹ In Lakhs)

	Increase /Decrease in Basis points	Effect on profit before tax
31-Mar-18		
Base Rate	+50	(70.60)
Base Rate	-50	70.60
31-Mar-17		
Base Rate	+50	(44.75)
Base Rate	-50	44.75

Sesntivity is calculated based on the assumption that amount outstanding as at reporting dated were utilised for the whole financial year.

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

The Company has sales and purchases from outside India. The Company has transactional currency exposures arising from sales and purchases by an operating unit in currencies other than the unit's functional currency. Accordingly, the Company's financial state of affairs can be affected significantly by movements in the USD or any other currency exchange rates. The Company enters into derivative transactions, primarily in the nature of forward currency contracts on import payables. The purpose is to manage currency risks arising from the Company's operations.

Unhedged foreign currency sensitivity

(₹ In Lakhs)

	Changes in USD	Effect on profit before tax	Changes in Euro	Effect on profit before tax
31-Mar-18				
	+5%	280.45	+5%	(108.08)
	-5%	(280.45)	-5%	108.08
31-Mar-17				
	+5%	180.42	+5%	(14.34)
	-5%	(180.42)	-5%	14.34

B. Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.

(i) Trade Receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment.

(ii) Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's finance department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2018 and March 31, 2017 is the carrying amounts of each class of financial assets except for financial guarantees and derivative financial instruments. The Company's maximum exposure relating to financial derivative instruments is noted in note no 41 and the liquidity table below:

C. Liquidity risk

Liquidity risk is the risk that the Company may encounter difficulty in meeting its present and future obligations associated with financial liabilities that are required to be settled by delivering cash or another financial asset. The Company's objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral obligations. The Company requires funds both for short-term operational needs as well as for long-term investment programs mainly in growth projects. The Company closely monitors its liquidity position and deploys a robust cash management system. It aims to minimise these risks by generating sufficient cash flows from its current operations, which in addition to the available cash and cash equivalents, liquid investments and sufficient committed fund facilities, will provide liquidity.

The liquidity risk is managed on the basis of expected maturity dates of the financial liabilities. The average credit period taken to settle trade payables is about 60 - 90 days. The other payables are with short-term durations. The carrying amounts are assumed to be reasonable approximation of fair value. The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

Notes to the Financial Statements
for the year ended March 31, 2018

(₹ In Lakhs)

	Payable on demand	0-12 months	1-5 years	> 5 years	Total
As at March 31, 2018					
Borrowings	6,595.26	8,420.42	7,985.60	-	23,001.28
Trade payables	-	10,392.76	138.90		10,531.66
Other financial liabilities	-	4,279.34	183.87		4,463.22
	6,595.26	**23,092.52**	**8,308.37**	**-**	**37,996.16**
As at March 31, 2017					
Borrowings	3,959.15	6,385.80	2,775.12	-	13,120.07
Trade payables	-	9,811.06	249.36		10,060.42
Other financial liabilities	-	1,616.30	59.14		1,675.44
	3,959.15	**17,813.16**	**3,083.62**	**-**	**24,855.92**
As at April 1, 2016					
Borrowings	3,021.44	6,728.65	2,562.80	-	12,312.89
Trade payables	-	6,975.13	403.59		7,378.72
Other financial liabilities	-	1,398.59	94.79		1,493.39
	3,021.44	**15,102.37**	**3,061.18**	**-**	**21,185.00**

45. Capital management

The purpose of the Company's capital management, equity includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total equity. The Company's policy is to keep the gearing ratio optimum. The Company includes within net debt, interest bearing loans and borrowings less cash and cash equivalents.

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Borrowings	23,004.80	13,175.74	12,387.56
Less: Cash and cash equivalents	427.01	123.69	155.86
Net debt	**22,577.79**	**13,052.05**	**12,231.70**
Total equity	49,182.50	46,899.98	44,114.10
Gearing ratio	**45.91%**	**27.83%**	**27.73%**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2018 and March 31, 2017.

46. Fair Values

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Derivative instruments			
Carrying value	18.99	116.62	44.08
Fair Value	18.99	116.62	44.08

Fair values

The fair values of trade receivables, cash and cash equivalents, other current financial asset, trade payables and other current financial liabilities are considered to be same as their carrying values due to their short term nature. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Fair value hierarchy

All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy, described as follows based on the lowest level input that is significant to the fair value measurement as whole.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices, for example listed equity instruments, traded bonds and mutual funds that have quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques that maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The following table presents assets and liabilities measured at fair value at March 31, 2018 and March 31, 2017

Notes to the Financial Statements
for the year ended March 31, 2018

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2018; March 31, 2017 and April 1, 2016

	Level 1	Level 2	Level 3
Derivative			
At March 31, 2018	-	18.99	-
At March 31, 2017	-	116.62	-
At April 1, 2016	-	44.08	-

There are no transfers among levels 1, 2 and 3 during the year.

47. Accounting for Amalgamation of APaksh Broadband Limited (APAKSH) with the Company.

Pursuant to the Scheme of Arrangement for Amalgamation of the erstwhile APaksh Broadband Limited (99.92% subsidiary of the Company) with the Company, as approved by the shareholders and subsequently sanctioned by the Hon'ble National Company Law Tribunal (NCLT) vide its order dated November 08, 2017, which became effective on November 10, 2017 on filing of the certified copy of the order of the Hon'ble National Company Law Tribunal in the office of Registrar of Companies, all the properties, assets, both movable and immovable, liabilities including contingent liabilities of erstwhile APAKSH have without further act or deed, been transferred to and vested in the Company at their book values, as a going concern with effect from the appointed date April 1, 2016.

Consequent to the Scheme of arrangement for Amalgamation, 225,950,000 equity shares of Rs. 5 each of erstwhile APaksh held by the Company stands cancelled and 32,901 equity share of Rs. 5/- will be allotted to the minority shareholders of erstwhile APAKSH (25 Equity shares of AKSH for every 133 shares of APAKSH) and accordingly Rs. 1.65 lakhs has been shown under Other reserve - Shares pending for allotment as on 31.03.2017.

For giving effect to the amalgamation in the nature of merger the "Pooling of Interest" method as prescribed by the Accounting Standard-14 " Accounting for amalgamation" notified in the Companies (Accounting Standards) rules, was followed in the previous year where in, the assets and liabilities including contingent liabilities as at April 1, 2016 of the erstwhile APAKSH (being the year when pending effectuation of the Scheme, the business and activities of erstwhile APAKSH were being run and managed in trust for the Company) for the year ended March 31, 2017 are incorporated in the accounts as per following details.

Impact on Balance Sheet items (₹ In Lakhs)

	31-Mar-17
Equity and liabilities	
Share capital	1.65
Reserves and surplus	1,436.19
Borrowings	547.93
Other current liabilities	7.09
Total Liabilities	**1,992.86**
Assets	
Fixed Assets including CWIP	14,838.90
Investment	(11,297.50)
Trade receivables	(1,485.42)
Cash and cash equivalents	0.54
Short-term loans and advances	(63.66)
Total Assets	**1,992.86**

No impact on statement of profit and loss as erstwhile APAKSH has not commenced its revenue operations.

48. First time adoption of Ind AS

These financial statements, for the year ended March 31, 2018, are the first the Company has prepared in accordance with Ind AS. The preparation of these financial statements resulted in changes to the accounting policies as compared to most recent annual financial statements prepared under Previous GAAP. Accounting policies have been applied consistently to all periods presented in the financial statements. They have also been applied in preparing the Ind AS opening balance sheet as at April 1, 2016 for the purpose of transition to Ind AS and as required by Ind AS 101.

This note explains the principal adjustments made by the Company in restating its Previous GAAP financial statements, including the balance sheet as at April 1, 2016 and March 31, 2017 and statement of profit and loss for the year ended March 31, 2017.

A. Ind AS optional exemptions applied:

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

(a) Deemed cost
The Company has adopted Para D7AA as defined in Ind AS 101 and acordingly considered the carrying value of Property, Plant & Equipment including Capital Work in progress & Intangible Assets as deemed cost as at the transition date.

(b) Investments in subsidiaries
The Company has adopted Para D14 & D15 as defined in Ind AS 101 and acordingly considered the previous GAAP carrying amount of Investment as deemed cost at the transition date.

Notes to the Financial Statements
for the year ended March 31, 2018

B. Ind AS mandatory exemptions

(a) Estimates

The estimates at April 1, 2016 and at March 31, 2017 are consistent with those made for the same dates in accordance with previous GAAP apart from the following items where application of previous GAAP did not require estimation:

- Impairment of financial assets based on expected credit loss model.

The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at April 1, 2016, the date of transition to Ind AS and as of March 31, 2017

(b) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS. Accordingly, the classification and measurement of financial assets has been made on the basis of the facts and circumstances existed at the date of transition.

Impact of transition to Ind AS

The following is a summary of the effects of the differences between Ind AS and previous GAAP on the Company's total equity and profit for the year previously reported under previous GAAP following transition to Ind AS.

Reconciliation of equity as at April 1, 2016 (date of transition to Ind AS)

(₹ In Lakhs)

	Foot Notes	Regrouped IGAAP	Adjustments	Ind AS
Assets				
Non-current assets				
Property, Plant and Equipment		7,400.82	-	7,400.82
Capital work-in-progress		200.94	-	200.94
Intangible assets		621.83	-	621.83
Financial assets				
Investments	(i)	26,033.73	52.62	26,086.35
Loans	(ii)	108.14	(1.32)	106.82
Other Financial Assets		862.30	-	862.30
Deferred tax assets (net)	(iii)	1,892.42	(659.80)	1,232.62
Other non-current assets	(ii)	306.99	0.79	307.78
		37,427.17	**(607.71)**	**36,819.46**
Current assets				
Inventories		2,402.05	-	2,402.05
Financial Assets				
Trade receivables		18,206.06	-	18,206.06
Cash and cash equivalents		155.86	-	155.86
Other Bank Balances		1,470.25	-	1,470.25
Loans		4,653.45	-	4,653.45
Other Financial Assets	(iv)	223.09	27.92	251.01
Other current assets	(ii) & (v)	2,508.76	(159.32)	2,349.44
		29,619.52	**(131.40)**	**29,488.12**
Total Assets		**67,046.69**	**(739.11)**	**66,307.58**
Equity and liabilities				
Equity				
Equity Share capital		8,133.25	-	8,133.25
Other Equity		36,433.87	(453.02)	35,980.85
		44,567.12	**(453.02)**	**44,114.10**
Non-current liabilities				
Financial Liabilities				
Borrowings	(v)(b)	2,650.93	(88.13)	2,562.80
Trade Payables	(vi)	540.35	(136.76)	403.59
Other Financial liabilities	(vi) & (vii)	103.90	(9.11)	94.79
Provisions	(v)(a)	275.93	(71.59)	204.34
		3,571.11	**(305.59)**	**3,265.52**
Current liabilities				
Financial liabilities				
Borrowings		7,598.36	-	7,598.36
Trade payables		6,975.13	-	6,975.13
Other financial liabilities	(vii) & (viii)	3,530.82	19.50	3,550.32
Other Current liabilities		332.01	-	332.01
Provisions		10.38	-	10.38
Current tax liabilities (net)		461.76	-	461.76
		18,908.46	**19.50**	**18,927.96**
Total Equity and liabilities		**67,046.69**	**(739.11)**	**66,307.58**

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Notes to the Financial Statements
for the year ended March 31, 2018

Reconciliation of equity as at March 31, 2017

(₹ In Lakhs)

	Foot Notes	Regrouped IGAAP	Adjustments	Ind AS
Assets				
Non-current assets				
Property, Plant and Equipment		8,691.34	-	8,691.34
Capital work-in-progress		16,537.13	-	16,537.13
Intangible assets		396.43	-	396.43
Financial assets				
Investments	(i)	15,073.65	42.92	15,116.57
Loans	(ii)	116.29	(15.95)	100.34
Other Financial Assets		1,082.01	-	1,082.01
Deferred tax assets (net)	(iii)	1,528.55	(642.26)	886.29
Other non-current assets	(ii)	1,625.21	5.20	1,630.41
		45,050.61	**(610.09)**	**44,440.52**
Current assets				
Inventories		4,379.81	-	4,379.81
Financial Assets				
Trade receivables		15,565.14	-	15,565.14
Cash and cash equivalents		123.69	-	123.69
Other Bank Balances		857.70	-	857.70
Loans		5,067.13	-	5,067.13
Other Financial Assets	(iv)	375.91	(60.67)	315.24
Other current assets	(ii) & (v)	3,335.13	(173.87)	3,161.26
		29,704.51	**(234.54)**	**29,469.97**
Total Assets		**74,755.12**	**(844.63)**	**73,910.49**
Equity and liabilities				
Equity				
Equity Share capital		8,133.25	-	8,133.25
Other Equity		39,380.74	(614.01)	38,766.73
		47,513.99	**(614.01)**	**46,899.98**
Non-current liabilities				
Financial Liabilities				
Borrowings	(v)(b)	2,820.94	(45.82)	2,775.12
Trade Payables	(vi)	320.34	(70.98)	249.36
Other Financial liabilities	(vi) & (vii)	62.63	(3.49)	59.14
Provisions		377.84	(138.31)	239.53
		3,581.75	**(258.60)**	**3,323.15**
Current liabilities				
Financial liabilities				
Borrowings		7,373.62	-	7,373.62
Trade payables		9,811.06	-	9,811.06
Other financial liabilities	(vii) & (viii)	4,578.98	8.65	4,587.63
Other Current liabilities		1,488.88	19.33	1,508.21
Provisions		8.77	-	8.77
Current tax liabilities (net)		398.07	-	398.07
		23,659.38	**27.98**	**23,687.36**
Total Equity and liabilities		**74,755.12**	**(844.63)**	**73,910.49**

Notes to the Financial Statements
for the year ended March 31, 2018

Reconciliation of profit or loss for the year ended March 31, 2017

(₹ In Lakhs)

	Foot Notes	Regrouped IGAAP	Adjustments	Ind AS
Income				
Revenue from operations	(ix)	45,884.98	1,919.12	47,804.10
Other income		552.41	5.15	557.56
Total income		**46,437.39**	**1,924.27**	**48,361.66**
Expenses				
Cost of raw material consumed		31,518.42	-	31,518.42
Purchase of stock in trade		1,151.93	-	1,151.93
Changes in inventories of finished goods, work-in-progress and stock in trade		(2,134.11)	-	(2,134.11)
Excise duty on sale of goods	(ix)	-	2,017.54	2,017.54
Employee benefits expense	(x)	2,748.53	(22.64)	2,725.89
Finance costs		1,268.59	73.16	1,341.75
Depreciation and amortization expense		1,955.08	-	1,955.08
Other expense		7,562.31	2.38	7,564.69
Total expenses		**44,070.75**	**2,070.44**	**46,141.19**
Profit before exceptional items and tax		2,366.64	(146.17)	2,220.47
Exceptional Item's		14.36	-	14.36
Profit before tax		**2,381.00**	**(146.17)**	**2,234.83**
Income tax expense				
Current tax		1,101.07	-	1,101.07
Deferred tax		(229.10)	(9.70)	(238.80)
Total tax expense		**871.97**	**(9.70)**	**862.27**
Profit for the year		**1,509.03**	**(136.47)**	**1,372.56**
Other comprehensive income	(x)			
i) items that will not be reclassified to Profit or (Loss) in subsequent periods			(22.64)	(22.64)
ii) Income Tax relating to these items			7.84	7.84
Other comprehensive income for the year, net of tax		-	(14.80)	(14.80)
Total comprehensive income for the year		**1,509.03**	**(151.27)**	**1,357.76**

Footnotes to the reconciliation of equity as at April 1, 2016 and March 31, 2017 and profit or loss for the year ended March 31, 2017

(i) Investments in subsidiaries

Financial guarantee contract
Under Ind AS, financial guarantee provided in relation to loans and other payable of subsidiaries for no compensation are accounted as investment in subsidiaries and measured at fair value. Accordingly, Rs.52.62 lakhs has been recognised as investment in subsidiaries as on 0April 1, 2016 and Rs. 42.92 lakhs has been recognised as on March 31, 2017 with a corresponding charge to profit or loss. Whereas under previous GAAP, these were not recognised in the balance sheet. The net effect is a increase in total equity by Rs.24.27 lakhs as at April 1, 2016 , increase in profit for the year ended March 31, 2017 of Rs.7.77 lakhs.

(ii). Security deposits
Under previous GAAP, security deposits are recognised at transaction value. Under Ind AS, refundable security deposits are initially recognised at fair value and subsequently measured at amortised cost. The difference between transaction value and fair value at inception is recognised as prepaid expense and amortised over the tenure of the security deposit. Further, interest income is recognised in statement of profit and loss on unwinding of discount on security deposits paid.

As on April 1, 2016, the security deposit reduced by Rs. 1.32 lakhs , other non current assets increased by Rs. 0.79 lakhs and other current assets increased by Rs. 0.40 lakhs with the corresponding increase in retained earnings by Rs. 0.12 lakhs. In the statement of profit and loss for the year ended March 31, 2017, rental expense increased by Rs. 1.13 lakhs, other expense increased by Rs. 1.24 lakhs and interest on unwinding of discount on security deposits paid increased by Rs. 2.05 lakhs resulting in increase in profit for the year ended on March 31, 2017 by Rs. 0.33 lakhs. As on March 31, 2017, the security deposit reduced by Rs. 15.95 lakhs and other non current assets increased by Rs. 10.29 lakhs and other current assets increased by Rs. 5.20 lakhs.

(iii) Deferred tax asset

previous GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the Balance Sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the Balance Sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences relating to various transition adjustments which are recognised in correlation to the underlying transaction either in retained earnings as a separate component in equity. Under Ind AS MAT represents a deferred tax asset and shall be measured at amount of credit available from tax authorities. Under previous GAAP MAT is classified under current tax assets.

As a result, net effect on deferred tax assets as on the date of transition is decreased by Rs. 659.80 lakhs and as on March 31, 2017 is decreased Rs. 642.26 lakhs.

(iv) Derivative instruments
Under Ind-AS, the Company will do marked to market valuation for all outstating derivative contracts at each balance sheet date and record the impact (gain/loss) in the statement of profit or loss. Under previous GAAP, the difference between forward rate and spot rate at inception of forward exchange contract (i.e. Premium) is amortised over the life of the forward exchange contract. Accordingly the same adjustments needs to be reversed under Ind AS.
The marked to market of outstanding derivatives contracts on April 1, 2016 results in a increase in other financial assets and increase in retained earnings by Rs. 27.92 lakhs. In Statement of profit and loss for the year ended March 31, 2017, other income decreased by Rs. 88.58 lakhs relating to marked to market valuation. As on March 31, 2017 other financial assets decreased by Rs. 60.66 lakhs

(v) Reclassifications

(a) The Company has in employee benefit obligations and reclassified advance recoverable in cash and kind to employee benefit obligations. As a result there is a decrease of Rs. 71.59 lakhs as on April 1, 2016 and Rs. 138.31 lakhs as on March 31, 2017, in advance recoverables with a corresponding increase in employee benefit obligation.

(b) Under previous GAAP, transaction costs incurred in connection with borrowings are amortised upfront and charged to statement of profit or loss for the period. Under Ind AS, transaction costs are included in the initial recognition amount of financial liability and charged to profit or loss using EIR. As a result, borrowings as on the date of transition are lower by Rs. 88.13 lakhs and Rs. 45.82 Lakhs as at March 31, 2017.

(c) The Company has reclassified capital reserve towards government grant received amounting to Rs. 15 lakhs to retained earnings. This represents reversal of deferred income over the useful life of the asset for which the grant has been received.

(vi) Trade payable (non current)

Under Ind AS financial liabilities are measured at inception at fair value and subsequently measured at amortised cost using effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs (transaction costs and origination fees) that are an integral part of the EIR. The EIR amortisation is included in finance costs in the income statement. Whereas under previous GAAP, these were not recognised in the balance sheet. The net effect of this change is a decrease in trade payable by Rs. 136.76 lakhs and on interest payable by Rs. 29.70 lakhs as on date of transition with corresponding increase in retained earnings. In the statement of profit and loss for the year ended March 31, 2017, in there is a increase in interest expense by Rs. 70.25 lakhs and increase in foreign exchange fluctuation expense by Rs. 9.69 lakhs resulting into reduction in profit for the year ended March 31, 2017 by Rs. 60.56 lakhs. As on March 31, 2017, the trade payable reduced by Rs. 71.08 lakhs and interest payable decreased by Rs. 15.44 lakhs.

(vii) Financial guarantee obligation

*The Company has provided corporate guarantee against credit facilities availed by its wholly owned subsidiaries. As no payment is made by the wholly owned subsidiaries to the Company, the same has been considered as a deemed capital contribution by AOL to its subsidiaries, since the guarantee has been provided by AOL in its capacity as a shareholder. As a result, the financial guarantee has been fair valued and has been presented as deemed investment in subsidiary with a corresponding credit in other non current financial liabilities amounting to Rs. 20.59 lakhs and Rs.11.93 lakhs in March 31, 2016 & March 31, 2017 respectively and in current financial liabilities amounting to Rs. 7.77 lakhs and Rs. 8.66 lakhs in March 31, 2016 & March 31, 2017 respectively. As a results revene has increased by Rs. 10.57 lakhs.

(viii) Deferred payment terms

Under previous GAAP, revenue was recognised and measured at the amount of the proceeds received. Whereas in Ind AS, revenue is measured at fair value of consideration received/ receivable. The difference between fair value of consideration and proceeds is recognised as interest expense over the deferment period. As a result, other financial liability increased by Rs. 11.74 lakhs with a corresponding decreased in retained earning. In the statement of profit and loss for the year ended for the year ended March 31, 2017, revenue decreased by decreased by Rs. 9.84 lakhs and other income increase by 2.23 lakhs.

(ix). Revenue from operation

Under the previous GAAP, excise duty on sale of goods was reduced from sales to present the revenue from operations. Whereas, under Ind AS, this excise duty is included in the revenue from operations and the corresponding expense is included is part of total expenses. The change does not affect total equity as at April 1, 2016 and profit before tax for the year ended March 31, 2017. As a result, there is an increase in revenue and expenses for the year ended March 31, 2017 by Rs. 2,017.54 lakhs.

(x). Re-measurement of post-employment benefit obligations

Both under previous GAAP and Ind AS, the Company recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under previous GAAP, the entire cost, including actuarial gains and losses, are charged to statement of Profit and Loss. Under Ind AS, remeasurements [comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets excluding amounts included in net interest on the net defined benefit liability] are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income (OCI). Under previous GAAP, the Company has not presented other comprehensive income (OCI) separately. Hence, it has reconciled previous GAAP profit or loss to profit or loss as per Ind AS. Further, previous GAAP profit or loss is reconciled to total comprehensive income as per Ind AS.

(xi) Statement of cash flows

The impact of transition from previous GAAP to Ind AS on the statement of cash flows is due to various reclassification adjustments recorded under Ind AS in Balance Sheet and Statement of Profit and loss. The transition from previous GAAP to Ind AS has not had a material impact on the statement of cash flows.

49 Opening balance sheet as on April 1, 2016 represents balance sheet as on 31st March 2016 considering the transitional IND AS adjustment.

The accompanying notes (1-49) are an integral part of the financial statements

For and on behalf of the Board of Directors

As per our report of even date

For **B G G & Associates**
Firm Registration Number: 016874N
Chartered Accountants

CA Alok Kumar Bansal
Partner
Membership no.: 092854

Place: New Delhi
Date : May 30,2018

Satyendra Gupta
Deputy Managing Director
DIN : 00035141

Gaurav Mehta
Chief- Corporate Affairs and Company Secretary

Dr. Kailash S. Choudhari
Chairman and Managing Director
DIN : 00023824

Pawan Kumar Gambhir
Chief Financial Officer

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Independent Auditors' Report

To,

The Members of AKSH OPTIFIBRE LIMITED

Report on the Consolidated Indian Accounting Standard (Ind AS) Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of AKSH OPTIFIBRE LIMITED (hereinafter referred to as "the Holding Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), which comprise of the Consolidated Balance Sheet as at 31s March, 2018, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement for the year then ended, & the Consolidated Statement of Change in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements.

The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated cash flows and change in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS), specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended). The respective Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of these consolidated Ind AS financial statements by the Board of Director of the Holding Company , as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports, other than the unaudited financial statement as certified by the management, referred to in the' Other Matters' paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Ind AS and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2018, and its consolidated profit, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements of four foreign subsidiary companies (including one step down foreign subsidiary) and one Indian subsidiary company, whose financial statements reflect total assets of Rs. 28,810.90 lakhs as at 31st March, 2018, total revenues of Rs. 4,443.71 lakhs and net cash inflows amounting to Rs. 119.75 lakhs for the year ended on that date, as considered in the consolidated Ind AS financial statements. The financial statements of two foreign subsidiaries out of four foreign subsidiary company and one Indian subsidiary company have been audited by other auditors' whose financial statements reflect total assets of Rs. 28,308.21 lakhs as at 31st March, 2018, total revenues of Rs. 4,443.71 lakhs and net cash inflows amounting to Rs. 48.06 lakhs for the year ended on that date, whose report has been furnished by the management and our opinion of consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosure included in respect of subsidiary is based solely on the reports of the other auditor.

The Financial Statement of two other foreign subsidiaries companies whose financial statements reflect total assets of Rs. 502.69 lakhs as at 31st March, 2018, total revenues Nil and net cash inflows amounting to Rs. 71.68 lakhs for the year ended on that date on the basis of unaudited financial statement certified by the Management.

Our opinion on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditor & financial statement certified by management.

Report on Other Legal and Regulatory Requirements

As required by Section143 (3) of the Act, we report, to the extent applicable, that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.

(d) In our opinion, the consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act as applicable.

(e) On the basis of the written representations received from the directors of the Holding Company as on 31st March 2018 taken on record by the Board of Directors of the Company and the report of the statutory auditors of its subsidiary companies incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on 31st March 2018 from being appointed as a Director of that Company in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls; refer to our report in "Annexure A", which is based on the Auditors' Reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Company and its subsidiary companies incorporated in India; and

(g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated Ind AS financial statements disclose the impact of pending litigations on theconsolidated financial position of the Group– Refer Note 39 to the consolidated Ind AS financial statements.

ii. The Company has made provisions in its consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses on long term contracts including derivative contracts.: and

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India.

iv. The reporting disclosure relating to Specified Bank Notes is not applicable to the Holding Company and its subsidiary incorporated in India for the year ended 31st March, 2018.

For B G G & ASSOCIATES
Chartered Accountants
FRN 016874N

CA Alok Kumar Bansal
Partner
Membership No. 092854

Place : New Delhi
Date : May 30, 2018

"Annexure A" to the Independent Auditor's Report

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of AKSH OPTIFIBRE LIMITED ("the Holding Company") & Its subsidiaries which Incorporated in India as of 31st March, 2018 in conjunction with our audit of the consolidated Ind AS financial statements of the Group for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Respective Board of Directors of the Company & its subsidiary incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company & Its subsidiary Company incorporated in India considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained & the audit evidence obtained by other auditors of the subsidiary company incorporated in India, in terms of their reports referred to in

other matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us, the Company & its subsidiaries incorporated in India, have in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2018, based on internal control over financial reporting criteria established by the Company & its subsidiaries incorporated in India considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B G G & ASSOCIATES
Chartered Accountants
FRN 016874N

CA Alok Kumar Bansal
Partner
Membership No. 092854

Place : New Delhi
Date : May 30, 2018

Consolidated Balance Sheet

as at March 31, 2018

(₹ In Lakhs)

Particulars	Notes	31-Mar-2018	31-Mar-2017	1-Apr-2016
Assets				
Non-current assets				
Property, Plant and Equipment	3	24,544.75	11,473.58	10,154.04
Capital work-in-progress	3	16,518.11	17,033.41	15,077.86
Intangible assets	4	251.48	402.43	621.82
Financial assets				
Investments	5	0.05	0.05	0.05
Loans	6	256.34	104.54	106.82
Other Financial Assets	7	512.49	1,082.01	862.30
Deferred tax assets (net)	8A	280.78	883.53	1,230.29
Other non-current assets	9	1,699.16	2,595.77	628.17
		44,063.16	**33,575.32**	**28,681.35**
Current assets				
Inventories	10	5,741.71	4,903.58	2,486.04
Financial Assets				
Trade receivables	11	24,563.76	18,905.35	20,887.60
Cash and cash equivalents	12	572.65	149.60	167.28
Other Bank Balances	13	1,888.95	863.95	1,473.44
Loans	6	425.31	497.69	396.42
Other Financial Assets	7	114.39	316.36	251.01
Other current assets	9	16,699.82	16,627.20	16,245.82
Current tax assets (net)		-	0.17	-
		50,006.59	**42,263.90**	**41,907.61**
Total Assets		**94,069.75**	**75,839.22**	**70,588.96**
Equity and liabilities				
Equity				
Equity Share capital	14	8,134.90	8,133.25	8,133.25
Other Equity	15	40,249.75	38,096.46	37,409.20
Equity attributable to equity holders of the parent		**48,384.65**	**46,229.71**	**45,542.45**
Non-controlling interest		-	-	10.47
Total Equity		**48,384.65**	**46,229.71**	**45,552.92**
Non-current liabilities				
Financial Liabilities				
Borrowings	16	9,899.49	3,320.22	3,582.74
Trade Payables	17	138.90	249.36	403.59
Other Financial liabilities	18	27.10	47.21	74.19
Deferred tax liabilities (net)	8B	1.95	0.29	-
Provisions	19	292.94	259.37	340.17
		10,360.38	**3,876.45**	**4,400.69**
Current liabilities				
Financial liabilities				
Borrowings	20	13,901.25	8,248.41	8,410.90
Trade payables	17	11,353.24	10,388.58	7,293.13
Other financial liabilities	18	7,954.82	5,154.30	4,126.17
Other Current liabilities	21	1,729.08	1,534.92	333.01
Provisions	19	29.73	8.78	10.38
Current tax liabilities (net)		356.60	398.07	461.76
		35,324.72	**25,733.06**	**20,635.35**
Total Equity and liabilities		**94,069.75**	**75,839.22**	**70,588.96**
Summary of significant Accounting policies	3			

The accompanying notes (1-49) are an integral part of the financial statements

As per our report of even date

For **B G G & Associates**
Firm Registration Number: 016874N
Chartered Accountants

CA Alok Kumar Bansal
Partner
Membership no.: 092854

Place: New Delhi
Date : May 30,2018

For and on behalf of the Board of Directors

Satyendra Gupta
Deputy Managing Director
DIN : 00035141

Dr. Kailash S. Choudhari
Chairman and Managing Director
DIN : 00023824

Gaurav Mehta
Chief- Corporate Affairs and Company Secretary

Pawan Kumar Gambhir
Chief Financial Officer

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Consolidated Statement of Profit and Loss

for the year ended March 31, 2018

(₹ In Lakhs)

Particulars	Notes	31-Mar-2018	31-Mar-2017
Income			
Revenue from operations	22	62,481.51	50,978.23
Other income	23	219.33	434.55
Total revenue (I)		**62,700.84**	51,412.78
Expenses			
Cost of raw material and components consumed	24	38,505.91	33,096.78
Purchase of traded goods	25	1,632.40	1,529.78
(Increase) in inventories of finished goods, work-in-progress and traded goods	26	(175.25)	(2,361.33)
Excise duty on sale of goods		633.51	2,088.90
Employee benefits expense	27	3,957.84	3,420.12
Finance costs	28	1,943.83	1,455.15
Depreciation and amortisation expense	29	2,354.65	2,166.23
Other expense	30	10,511.54	8,213.96
Total expense (II)		**59,364.43**	49,609.59
Earnings before exceptional items and tax, (I) – (II)		**3,336.41**	1,803.19
Exceptional (expense)/income	31	(79.95)	13.54
Profit before tax		**3,256.46**	1,816.73
Tax expenses			
Current tax		1,044.61	1,101.07
Deferred tax	8B	132.04	(250.46)
Adjustment of tax relating to earlier periods		(2.71)	-
MAT Credit Entitlement		(1.25)	-
Income tax expense		**1,172.69**	850.61
Profit for the year		**2,083.77**	966.12
Other comprehensive income			
i) items that will not be reclassified to Profit or (Loss) in subsequent periods		3.87	(22.64)
ii) Income Tax relating to these items		(1.24)	7.84
Other comprehensive income for the year, net of tax		2.63	(14.80)
Total comprehensive income for the year		**2,086.40**	951.32
Earnings per equity share	35		
Basic earnings per equity share		1.28	0.59
Diluted earnings per equity share		1.28	0.59
Summary of significant Accounting policies	3		

The accompanying notes (1-49) are an integral part of the financial statements

As per our report of even date

For **B G G & Associates**
Firm Registration Number: 016874N
Chartered Accountants

CA Alok Kumar Bansal
Partner
Membership no.: 092854

Place: New Delhi
Date : May 30,2018

For and on behalf of the Board of Directors

Satyendra Gupta
Deputy Managing Director
DIN : 00035141

Dr. Kailash S. Choudhari
Chairman and Managing Director
DIN : 00023824

Gaurav Mehta
Chief- Corporate Affairs and Company Secretary

Pawan Kumar Gambhir
Chief Financial Officer

Consolidated Cash Flow statement

for the year ended March 31, 2018

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017
Cash flow from operating activities		
Profit before tax	**3,256.46**	1,816.74
Adjustment to reconcile profit before tax to net cash flows :		
Depreciation/amortization	2,354.65	2,166.23
(Profit)/Loss on sale of property, plant and equipment	7.87	13.19
Foreign Currency Translation Reserve	68.54	(263.19)
Interest expense	1,943.83	1,455.15
Other comprehensive income	2.63	(14.80)
Interest income	(219.33)	(434.55)
Operating profit before working capital changes	**7,414.65**	4,738.77
Movements in working capital:		
Increase in trade payables and other liabilities	2,851.23	4,856.12
Increase/ (Decrease) in provisions	54.52	(82.40)
(Increase)/Decrease in trade receivable	(5,658.41)	1,982.26
(Increase) in inventories	(838.13)	(2,417.54)
(Increase) in other assets	(562.25)	(167.54)
Cash generated from operations	3,261.61	8,909.67
Direct taxes paid	(611.41)	(567.54)
Net cash flow from in operating activities (A)	**2,650.20**	8,342.13
Cash flows from investing activities		
Purchase of property, plant and equipment, including intangible assets, capital work in progress	(14,767.45)	(5,060.88)
Vested in the Company pursuant to acquisition of 100 % shares of Aksh Composite Private Limited	-	(179.70)
Proceeds from sale of plant and equipment	-	5.47
Decrease/(Increase) in Capital advances / payable for capex	2,010.64	(1,615.49)
Interest received	323.67	441.74
Net cash flow (used in) investing activities (B)	**(12,433.14)**	(6,408.86)
Cash flow from financing activities		
Proceeds from long-term borrowings	11,628.77	3,152.66
(Repayment) of Term borrowings	(5,049.50)	(3,415.18)
Proceeds / (Repayment) from short-term borrowings	5,652.84	(162.49)
Interest paid	(2,026.12)	(1,525.94)
Net cash from financing activities (C)	**10,205.99**	(1,950.95)
Net increase/(decrease) in cash and cash equivalents (A + B +C)	423.05	(17.68)
Cash and cash equivalents at the beginning of the year	149.60	167.28
Cash and cash equivalents at the end of the year	**572.65**	149.60
Components of cash and cash equivalents		
Cash on hand	12.27	6.70
With banks on current account	558.92	141.44
Unpaid dividend accounts	1.46	1.46
Total cash and cash equivalents (Refer note no. 12)	**572.65**	149.60
Summary of significant Accounting policies		
The accompanying notes (1-49) are an integral part of the financial statements		

Note : The above Cash flow statement has been prepared under the Indirect method set out in Ind AS-7 'Statement of Cash Flow'.

As per our report of even date

For **B G G & Associates**
Firm Registration Number: 016874N
Chartered Accountants

CA Alok Kumar Bansal
Partner
Membership no.: 092854

Place: New Delhi
Date : May 30,2018

For and on behalf of the Board of Directors

Satyendra Gupta
Deputy Managing Director
DIN : 00035141

Dr. Kailash S. Choudhari
Chairman and Managing Director
DIN : 00023824

Gaurav Mehta
Chief- Corporate Affairs and Company Secretary

Pawan Kumar Gambhir
Chief Financial Officer

Consolidated statement of Changes in Equity
for the year ended March 31, 2018

A. Equity share capital (refer note no. 15)

(₹ In Lakhs)

	Nos.	
As at April 1, 2016	162,665,070	8,133.25
Changes in equity share capital	-	-
As at March 31, 2017	162,665,070	8,133.25
Changes in equity share capital	32,901	1.65
As at March 31, 2018	**162,697,971**	**8,134.90**

B. Other Equity (refer note no. 15)

(₹ In Lakhs)

	Securities premium	Capital reserve	Other reserve			Retained earnings	Total other equity
			Other reserve - Shares pending for allotment	Share forfeited	Foreign Currency Translation Reserve		
As at April 1, 2016	33,064.11	-	-	2,214.53	898.30	**1,232.25**	**37,409.19**
Profit for the year	-	-	-	-	-	966.12	**966.12**
Other comprehensive income	-	-	-	-	-	(14.80)	**(14.80)**
Total comprehensive income for the year	-	-	-	-	-	**951.32**	**951.32**
Reserve & Surplus from subsidiary Company	-	-	-	-	-	(11.33)	**(11.33)**
Addition during the year	-	-	-	-2,214.53	-263.19	-	**(2,477.72)**
Vested in the Company pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Company (Pertaining to forfeited Shares) (refer note no.45)	-	2,214.53	1.65	-	-	-	**2,216.18**
Vested in the Company pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Company (Pertaining to minority interest) (refer note no.45)	-	8.82	-	-	-	-	**8.82**
Balance as at March 31, 2017	**33,064.11**	**2,223.35**	**1.65**	-	**635.11**	**2,172.24**	**38,096.46**
							-
Balance as at April 1, 2017	**33,064.11**	**2,223.35**	**1.65**	-	**635.11**	**2,172.24**	**38,096.46**
Profit for the year	-	-	-	-		2,083.77	**2,083.77**
Other comprehensive income	-	-	-	-		2.63	**2.63**
Total comprehensive income for the year	-	-	-	-		**2,086.40**	**2,086.40**
Addition during the year	-	-	-	-	68.54	-	**68.54**
Shares alloted	-	-	(1.65)	-	-	-	**(1.65)**
As at March 31, 2018	**33,064.11**	**2,223.35**	-	-	**703.65**	**4,258.64**	**40,249.75**

As per our report of even date

For and on behalf of the Board of Directors

For **B G G & Associates**
Firm Registration Number: 016874N
Chartered Accountants

Satyendra Gupta
Deputy Managing Director
DIN : 00035141

Dr. Kailash S. Choudhari
Chairman and Managing Director
DIN : 00023824

CA Alok Kumar Bansal
Partner
Membership no.: 092854

Gaurav Mehta
Chief- Corporate Affairs and Company Secretary

Pawan Kumar Gambhir
Chief Financial Officer

Place: New Delhi
Date : May 30,2018

Notes to Consolidated Financial Statements
for the year ended March 31, 2018

1. Corporate information

Aksh Optifibre Limited is a public Company domiciled in India and incorporated under the provisions of the Companies Act, 2013. Its shares are listed at The Bombay Stock Exchange Limited and The National Stock Exchange Ltd. in India. The registered office of the Group is located at F-1080, RIICO Industrial area, Phase- III Bhiwadi (Alwar) Rajasthan-301019, India.

The Group is engaged in the manufacturing and selling of Optical Fibre, Optical Fibre Cable, Fibre Reinforced Plastic Rods and Impregnated Glass Roving Reinforcement and ophthalmic lens. The Group caters to both domestic and international markets. The Group also provides the E Governance services, FTTH and Internet Protocol Television (IPTV) services in North India.

2. Basis of preparation

The financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 issued by the Ministry of Corporate Affairs ('MCA').

For all periods up to and including the year ended 31 March 2017, the Group prepared its financial statements in accordance accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). These financial statements for the year ended March 31, 2018 are the first the Group has prepared in accordance with Ind AS.

The financial statements have been prepared on a historical cost convention, except for certain financial assets and financial liabilities (including derivative instruments) that are measured at fair value as required under relevant Ind AS.

The financial statements are presented in Indian Rupees (Rs.) and all values are rounded to the nearest lakhs, except otherwise stated.

3. Summary of significant accounting policies

The significant accounting policies adopted by Aksh Optifibre Limited (the Group) and its subsidiaries (hereinafter referred to as the “Group”) in respect of these Consolidated Financial Statements, are set out below.

a) Current v/s non-current Classification

The Group presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is classified as current when it is:

- Expected to be realised or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- Expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

b) Foreign currencies

The Group's financial statements are presented in Indian Rupees (INR) which is also the Group's functional currency. Functional currency is the currency of the primary economic environment in which an entity operates and is normally the currency in which the entity primarily generates and expends cash.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Group at the functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies aretranslated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

c) Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.
Fair value is the price that would be received from sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell an asset or transfer the liability takes place either:

- In the principal market for the asset or liability
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1 -** Level 1 hierarchy includes financial instruments measured using quoted prices, for example listed equity instruments, traded bonds and mutual funds that have quoted prices.

- **Level 2 -** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques that maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable the instrument is included in level 2

- **Level 3 -** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

d) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements and has pricing latitude.

Revenue from Sale of goods is recognised when significant risk & reward of ownership of the goods have been passed to the buyer. Revenue from the sale of goods is measured at the fair value of consideration received/ receivable, net of returns & allowances, trade discount & volume rebates. Further Revenue from sale of goods should be presented net of GST.

Revenue from a contract to provide services is recognised by reference to the stage of completion of the contract.

Interest

Interest income, is recorded using the effective interest rate (“EIR”). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the EIR, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

e) Inventories

Inventories are valued at the lower of cost and net realisable value.
Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials, work-in-process, finished goods, trading stock, packing material and stores and spares parts are valued at the lower of cost and net realizable value except scrap which is valued at net realizable value.
- Cost of inventories of items that are not ordinarily interchangeable or are meant for specific projects is assigned by specific identification of their individual cost. Cost of other inventories is ascertained on the Weighted average basis. In determining the cost of work-in-process and finished goods, fixed production overheads are allocated on the basis of normal capacity of production facilities.
- The comparison of cost and realizable value is made on an item-by-item basis.
- Net realizable value of work-in- process is determined on the basis of selling prices of related finished products.
- Raw Material and other supplies held for use in production of inventories are not written down below cost unless their prices have declined and it is estimated that the cost of related finished goods will exceed their net realizable value.

f) Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that Group incurs in connection with the borrowing of funds.

g) Income taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss [either in other comprehensive income (OCI) or in equity]. Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred income tax is determined using tax rates that have been enacted by the end of reporting period.

Deferred tax liabilities are recognised for all taxable temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences & losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised

Deferred tax assets & liability are offset when there is a legally enforceable right to offset when there is a legally enforceable right to offset current tax assets & liabilities & when the deferred tax balances relate to the same taxation authority.

Minimum Alternate Tax credit is recognised as assets only when & to the extent there is convincing evidence that the will pay normal tax during the specified period. Such assets is reviewed at each Balance Sheet date & the carrying amount of the MAT assets is written down to the extent there is no longer a convincing evidence to the effect that the company will pay normal tax during the specified period.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss i.e., either in other comprehensive income or in equity. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

h) Property, Plant and Equipment

On transition to Ind AS, the Group has adopted optional exception under Ind AS 101 to measure property, plant and equipment at fair value. Consequently, the fair value has been assumed to be deemed cost of Property, Plant and Equipment on the date of transition. Subsequently Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any.

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any.

Notes to Consolidated Financial Statements
for the year ended March 31, 2018

Cost includes expenditure that is directly attributable to the acquisition of the asset.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss within other income or other expense.

When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each reporting date and adjusted prospectively, if appropriate. Residual value is considered as per the schedule II, where is different than those specified by schedule II, considered on technical evaluation made by management expert's.

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item of property, plant and equipment, if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably with the carrying amount of the replaced part getting derecognised. The cost for day-to-day servicing of property, plant and equipment are recognised in Statement of Profit and Loss as and when incurred.

Depreciation is provided on a pro-rata basis on the straight-line method over the estimated useful lives of the assets, based on technical evaluation made by management expert's which is different than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. Useful lives is as follows:

Category of assets	Life of asset
Factory Buildings	28 years
Plant and equipment including Telecom Networking ,Testing instrument, electrical equipment's, Fork lift and office equipment	20 years
Furniture and fixtures	15 years
Data Processing System	5 years

Leasehold land is amortized over the duration of the lease.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of profit and loss on the date of disposal or retirement.

alue as the deemed cost of the intangible asset.

i) Intangible assets

On transition to Ind AS, the Group has elected to continue with the carrying value of its intangible asset recognised as at 1 April, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the intangible asset.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Intangible assets except goodwill arising on consolidation are amortised over the useful life on a straight line basis and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed at least at the end of each financial year.

Further goodwill arising on consolidation Intangible assets are amortized over their estimated useful life on straight line method

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and loss when the asset is derecognised.

j) Lease

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Group as a lessee

A lease that transfers substantially all the risks and rewards incidental to ownership to the Group is classified as a finance lease. All other leases are classified as operating leases. Payments made under operating leases are charged to statement of profit and loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

k) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Group expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

The expense relating to a provision is presented in the Statement of Profit and Loss, net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. The unwinding of discount is recognised in the Statement of Profit and Loss as a finance cost.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

l) Employee benefits

Short term employee benefits
All employee benefits expected to be settled wholly within twelve months of rendering the service are classified as short-term employee benefits. When an employee has rendered service to the Group during an accounting period, the Group recognises the undiscounted amount of short-term employee benefits expected to be paid in exchange for that service as an expense unless another Ind AS requires or permits the inclusion of the benefits in the cost of an asset. Benefits such as salaries, wages and short-term compensated absences and bonus etc. are recognised in Statement of Profit and Loss in the period in which the employee renders the related service.

Defined contribution plan

A defined contribution such as Provident Fund etc, are charged to statement of profit & loss as incurred. Further for employees, the monthly contribution for Provident Fund is made to a trust administrated by the company.

Defined benefit plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Group's gratuity plan is a defined benefit obligation and the Group's liability is determined based on actuarial valuation (using the Projected Unit Credit method) at the end of each year. The Group funds the benefit through contributions to Insurance Companies.

Remeasurements gains and losses arising from experience adjustment & change in actuarial assumption are recognised in the period in which they occur, directly in other comprehensive Income. They are included in retained earnings in the statement of change in equity & balance sheet.

Other long term benefits: Compensated Absences

Compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The Group's liability is determined based on actuarial valuation (using the Projected Unit Credit method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

m) **Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified into four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through Profit and Loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost, if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and
- Contractual terms of the asset that give rise on specified dates to cash flows that are Solely Payments of Principal and Interest ("SPPI") on the principal amount outstanding
- This category is most relevant to the Group.

After initial measurement, such financial assets are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The accretion of EIR is recorded as an income/expense in Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Debt instruments and derivatives measured at fair value through profit and loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Debt instruments and derivatives included within the FVTPL category are measured at fair value with all changes recognized in the Profit and loss.

De-recognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised (i.e. removed from the Group's Balance Sheet) when:

- The contractual rights to receive cash flows from the asset has expired, or
- The Group has transferred its contractual rights to receive cash flows from the financial asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables and borrowings, etc.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Loans and borrowings

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and loss.

Notes to Consolidated Financial Statements
for the year ended March 31, 2018

Financial liabilities at FVTPL

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through statement of profit or loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

n) Impairment

(I) Financial assets

In accordance with Ind-AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on financial assets that are debt instruments and are initially measured at fair value with subsequent measurement at amortised cost e.g., trade and other receivables, unbilled revenue, security deposits, etc.

The Group follows 'simplified approach' for recognition of impairment loss allowance for trade receivables. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, twelve month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in the subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on a twelve month ECL.

(ii) Non- financial assets

The carrying amounts of the Group's non-financial assets, other than deferred tax assets, are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit ('CGU') is the greater of its value in use or its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest

group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets ('CGU').

The Group's corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognized, if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount and are recognised in Statement of Profit and Loss. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of goodwill, if any, allocated to the units and then to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

Impairment losses recognised in prior periods are assessed at end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

o) Derivative financial instrument

The Group uses derivative financial instruments i.e., forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss. The Group has not applied hedge accounting.

p) Share capital

Ordinary shares are classified as equity. Incremental costs, if any, directly attributable to the issue of ordinary shares, if any, are recognised as a deduction from equity, net of any tax effects.

q) Cash and cash equivalents

Cash and short-term deposits in the Balance Sheet and Cash Flow Statement comprise cash in hand, cash at banks and short-term deposits with a maturity of three months or less, which are subject to an insignificant risk of changes in value.

r) Equity investment (in subsidiaries)

Investments in subsidiaries are carried at cost. Where an indication of impairment exists, the carrying amount of the

investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries the difference between net disposal proceeds and the carrying amounts are recognized in the statement of profit and loss.

s) Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year/ period attributable to the shareholders of the Group by the weighted average number of equity shares outstanding as at the end of reporting period.

Diluted EPS amounts are calculated by dividing the profit attributable to the shareholders of the Group (after adjusting the corresponding income/ charge for dilutive potential equity shares, if any) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

t) Segment reporting

Identification of segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Only those business activities are identified as operating segment for which the operating results are regularly reviewed by the CODM to make decisions about resource allocation and performance measurement.

Segment accounting policies

The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Group as a whole.

u) Contingencies

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

v) Dividends

Dividends on equity shares are recorded as a liability on the date of approval by the shareholders.

w) Export incentive

Export Incentive / credit earned under duty entitlement pass book scheme are treated as income in the year of export at the estimated realizable value / actual credit earned on exports made during the year.

Recent accounting pronouncements Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs (""MCA"") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and -advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. The amendment will come into force from April 1, 2018. The Group is evaluating the requirement of the amendment and the impact on the financial statements. The effect on adoption of Ind AS 21 is expected to be insignificant."

Ind AS 115

In March 2018 the Ministry of Corporate Affairs has notified the Companies (Indian Accounting Standards) Amended Rules, 2018 ("amended rules"). As per the amended rules, Ind AS 115 "Revenue from contracts with customers" supersedes Ind AS 11, "Construction contracts" and Ind AS 18, "Revenue" and is applicable for all
accounting periods commencing on or after April 1, 2018.

Ind AS 115 introduces a new framework of five step model for the analysis of revenue transactions. The model specifies that revenue should be recognized when (or as) an entity transfer control of goods or services to a customer at the amount to which the entity expects to be entitled. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The new revenue standard is applicable to the Group from 1 April 2018.

The standard permits two possible methods of transition:

- Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors.
- Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach).

The Group is evaluating the requirement of the amendment and the impact on the financial statements. The effect on adoption of Ind AS 115 is expected to be insignificant".

The Group is evaluating the requirement of the amendment and the impact on the financial statements. The effect on adoption of Ind AS 115 is expected to be insignificant".

Notes to consolidated financial statements for the year ended March 31, 2018

3. Property, Plant and Equipment

(₹ In Lakhs)

	Freehold Land	Leasehold Land	Factory Buildings	Plant and equipment	Telecom Networking	Testing Instruments	Air Conditioners	Furniture and fixtures	Office Equipment's	Data Processing System	Vehicles	Fork Lift	Total
Cost or valuation													
At April 1, 2016	1.84	122.70	1,622.53	18,279.57	3,264.78	938.62	288.98	204.40	118.22	273.30	79.21	41.23	25,235.38
Additions	-	-	714.49	2,117.35	-	187.10	11.34	8.06	15.43	7.17	8.00	-	3,068.94
Disposals / adjustments	-	-	-	162.99	-	1.71	0.86	0.73	(1.28)	0.12	-	-	165.13
At March 31, 2017	**1.84**	**122.70**	**2,337.02**	**20,559.91**	**3,264.78**	**1,127.43**	**301.18**	**213.19**	**132.37**	**280.59**	**87.21**	**41.23**	**28,469.45**
Additions	-	605.67	3,674.79	10,343.03	33.39	158.25	286.59	159.39	242.99	29.01	-	-	15,533.11
Disposals / adjustments	-	-	-	(2,069.61)	-	-	-	(11.51)	(0.34)	-	-	-	(2,081.46)
At March 31, 2018	**1.84**	**728.37**	**6,011.81**	**28,833.33**	**3,298.17**	**1,285.68**	**587.77**	**361.07**	**375.02**	**309.60**	**87.21**	**41.23**	**41,921.10**
Depreciation													
At April 1, 2016	-	21.20	708.38	11,167.31	1,861.45	648.40	227.02	131.10	54.63	215.38	30.46	16.01	15,081.34
Charge for the year	-	1.25	64.00	1,605.69	155.07	29.29	9.67	14.23	5.95	13.45	8.06	2.44	1,909.10
Disposals / adjustments	-	-	-	3.48	-	0.22	0.12	0.15	(0.52)	0.59	-	-	4.04
Preoperative Expense Adjustment	-	-	-	-	-	-	-	0.73	0.63	-	0.03	-	1.39
At March 31, 2017	**-**	**22.45**	**772.38**	**12,776.48**	**2,016.52**	**677.91**	**236.81**	**146.21**	**60.69**	**229.42**	**38.55**	**18.45**	**16,995.87**
Charge for the year	-	1.50	87.35	1,726.28	156.32	42.19	11.24	16.50	12.31	17.78	7.89	2.44	2,081.80
Preoperative Expense Adjustment	-	-	-	-	-	-	-	0.73	0.63	-	-	-	1.36
Disposals / adjustments	-	-	-	(1,691.53)	-	-	-	(4.49)	(0.13)	-	-	(6.53)	(1,702.68)
At March 31, 2018	**-**	**23.95**	**859.73**	**12,811.23**	**2,172.84**	**720.10**	**248.05**	**159.95**	**73.50**	**247.20**	**46.44**	**14.36**	**17,376.35**
Net Block value													
At March 31, 2018	**1.84**	**704.42**	**5,152.08**	**16,022.10**	**1,125.33**	**565.58**	**339.72**	**202.12**	**301.52**	**62.40**	**40.77**	**26.87**	**24,544.75**
At March 31, 2017	1.84	100.25	1,564.64	7,783.43	1,248.26	449.52	64.37	66.98	71.68	51.17	48.66	22.78	11,473.58
At April 1, 2016	1.84	101.50	914.15	7,112.26	1,403.33	290.22	61.96	73.30	63.59	57.92	48.75	25.22	10,154.04

Capital Work-in-progress	**(₹ In Lakhs)**
At March 31, 2018	16,518.11
At March 31, 2017	17,033.41
At April 1, 2016	15,077.86

4. Intangible assets

(₹ In Lakhs)

	Other intangible assets	Goodwill on consolidation	Total
Gross block			
At April 1, 2016	2,585.72	-	2,585.72
Additons	31.73	6.01	37.74
Disposals / adjustments	-	-	-
At March 31, 2017	**2,617.45**	**6.01**	**2,623.46**
Additions	121.90		121.90
Disposals / adjustments	-		-
At March 31, 2018	**2,739.35**	**6.01**	**2,745.36**
Amortisation			-
At April 1, 2016	1,963.90		1,963.90
Charge for the year	257.13		257.13
Disposals / adjustments	-		-
At March 31, 2017	**2,221.03**	**-**	**2,221.03**
Charge for the year	266.84	6.01	272.85
Disposals / adjustments	-		-
At March 31, 2018	2,487.87	6.01	2,493.88
			-
Net block value			-
At March 31, 2018	**251.48**	**-**	**251.48**
At March 31, 2017	396.42	6.01	402.43
At April 1, 2016	621.82	-	621.82

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Notes to consolidated financial statements
for the year ended March 31, 2018

5. Financial assets - Investments

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Investment others :			
1 (March 31, 2017: 1, 0 April 1, 2016: 1) equity shares of AED 3.67 (rounded off to AED 4) each fully paid-up in Eminent One Ventures Limited	0.00	-	-
National Saving Certificates (Deposited with government department as security)	0.05	0.05	0.05
	0.05	**0.05**	**0.05**
	0.05	**0.05**	**0.05**

*Investment made in Eminent One Ventures Limited by Rs. 68 equivalent to 4 AED (March 31, 2017 Rs. 68, April 1, 2016 Rs 68)

6. Financial assets - Loans

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current			
Security deposit *	256.34	104.54	106.82
	256.34	**104.54**	**106.82**
Current			
Security deposit	75.31	147.69	46.42
Loan and advances to others	350.00	350.00	350.00
	425.31	**497.69**	**396.42**

* Security deposit are financial assets and are refundable in cash. These are measured based on effective interest method.

7. Other Financial Assets

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non Current			
Margin Money #	512.49	1,082.01	862.30
	512.49	**1,082.01**	**862.30**
Current			
Interest accrued on fixed deposits	37.20	41.78	75.03
Interest accrued on other deposits	58.20	157.96	131.90
Derivative Instruments			
Foreign exchange forward contracts	18.99	116.62	44.08
	114.39	**316.36**	**251.01**

The Group has pledged a fixed deposits with banks to fulfil collateral and margin requirement towards various bank facilities sanctioned to the Group.

8A Deferred Tax Assets (net)

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Deferred Tax Liability			
Fixed assets: Impact of difference between tax depreciation and depreciation / amortisation charged for the financial reporting	951.66	747.90	918.68
Others	-	2.76	2.33
Gross deferred tax liability	**951.66**	**750.66**	**921.01**
Deferred tax asset			
Provision for doubtful debts	30.66	-	-
Disallowances under the Income Tax Act, 1961	114.45	100.74	24.88
Others	26.81	-	-
Gross deferred tax asset	**171.92**	**100.74**	**24.88**
MAT credit	1,060.52	1,533.45	2,126.42
Deferred Tax Assets (net)	**280.78**	**883.53**	**1,230.29**

Reconciliation of deferred tax assets

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Opening deferred tax assets (net)	883.53	1,230.29
Deferred tax credit / (charge) recorded in statement of profit & loss	(128.84)	238.34
Deferred tax credit / (charge) recorded in OCI	(0.96)	7.84
(Utilisation) / Creation of MAT credit	(472.93)	(592.97)
others	(0.02)	0.03
Closing deferred tax assets (net)	**280.78**	**883.53**

Notes to consolidated financial statements
for the year ended March 31, 2018

8B Deferred Tax Liabilities (net)

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Fixed assets: Impact of difference between tax depreciation and depreciation/ amortisation charged for the financial reporting	14.34	12.90	-
Gross deferred tax liability	**14.34**	**12.90**	**-**
Deferred tax asset			
Impact of Brought forward losses	9.12	11.78	-
Disallowances under the Income Tax Act, 1961	1.45	0.83	-
Gross deferred tax asset	**10.57**	**12.61**	**-**
MAT credit *	1.82	-	-
Deferred Tax Liabilities (net)	**(1.95)**	**(0.29)**	**-**

Reconciliation of deferred tax liabilities

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Opening deferred tax liabilities (net)	(0.29)	-
Vested in pursuant to Acquisition of Aksh Composites Private Limited	-	(12.40)
Deferred tax credit / (charge) recorded in statement of profit & loss	(3.20)	12.11
Deferred tax (credit)/charge recorded in OCI	(0.28)	-
(Utilisation) / Creation of MAT credit	1.82	-
Closing deferred tax liabilities (net)	**(1.95)**	**(0.29)**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2018 and March 31, 2017:

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Accounting profit before income tax	**3,256.46**	**1,816.74**
At India's statutory income tax rate of 34.608%.% (March 31, 2017: 34.608%)	1,126.99	628.74
Adjustments in respect of current income tax of previous years	(2.71)	-
Impact of change in tax rate	7.79	39.70
Impact of permanent disallowances under Income Tax Act	22.35	31.04
Impact of different tax created on capital gains	(21.72)	-
Foreign Entities with no tax	51.69	147.92
Difference in tax rates for certain entities of the group	(1.03)	(0.79)
Others	(10.67)	4.00
At the effective income tax rate of 36.011% (March 31, 2017: 46.821%)	1,172.69	850.61
Total tax expense reported in the statement of profit and loss	**1,172.69**	**850.61**

9. Other Assets

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current			
Capital advances	1,588.61	2,537.76	574.57
Prepaid expenses	40.72	-	-
Income Tax Refund Due	52.81	52.81	52.81
Deferred lease expense on security deposits paid	17.02	5.20	0.79
Total Other Non-Current Assets	**1,699.16**	**2,595.77**	**628.17**
Current			
Advances recoverable in cash or kind	13,909.61	14,312.99	14,471.66
Prepaid expenses	329.17	165.00	197.64
Balances with statutory / government authorities	2,452.40	2,138.92	1,576.12
Deferred lease expense on security deposits paid	8.64	10.29	0.40
Total Other Current Assets	**16,699.82**	**16,627.20**	**16,245.82**

10. Inventories

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
(Valued at lower of cost and net realisable value)			
Finished and traded goods	1,303.63	389.86	91.70
Raw material	2,029.14	1,613.61	1,775.80
(Includes stock in transit Rs. 109.87 Lakhs, March 31, 2017 : Nil, April 1, 2016 : Nil)			
Semi finished goods	1,758.72	2,497.24	406.48
Stores, spares and others	650.22	402.87	212.06
	5,741.71	**4,903.58**	**2,486.04**

Notes to consolidated financial statements
for the year ended March 31, 2018

11. Financial assets - Trade Receivables

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Trade receivables	24,651.49	18,905.35	20,887.60
	24,651.49	**18,905.35**	**20,887.60**
Less : Provision for doubtful debts	87.73	-	-
	24,563.76	**18,905.35**	**20,887.60**
Breakup of security details			
Secured, considered good	-	-	-
Unsecured, considered good	24,563.76	18,905.35	20,887.60
Considered doubtful	87.73	-	-
	24,651.49	18,905.35	**20,887.60**

There are no trade or other receivable are due from directors or other officers of the Group either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member. Trade receivables are generally non-interest bearing and are generally on terms of 30 to 120 days.

12. Financial assets - Cash and Cash equivalents

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Balances with banks:			
On current accounts *	558.92	141.44	157.91
On unpaid dividend account	1.46	1.46	1.46
Cash on hand	12.27	6.70	7.91
	572.65	**149.60**	**167.28**

* Includes earmarked bank balances amounting to Rs. 3.00 lakhs.

13. Financial assets - Other Bank Balances

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Deposits with original maturity of more than 12 months	12.10	4.00	20.00
Deposits with original maturity of less than 12 months	1.00	155.00	161.00
Margin Money #	1,875.85	704.95	1,292.44
	1,888.95	**863.95**	**1,473.44**

The Group has pledged a fixed deposits with banks to fulfil collateral and margin requirement towards various bank facilities sanctioned to the Group.

14. Share Capital

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Authorized Shares (Nos)			
520,100,000 (March 31, 2017 : 520,100,000, April 1, 2016 : 170,100,000) Equity Shares of Rs. 5/- each	26,005.00	26,005.00	8,505.00
Issued, subscribed and fully paid-up shares (No.)			
162,697,971 (March 31,2017 : 162,665,070, April 1,2016 : 162,665,070) Equity Shares of Rs. 5/- each	8,134.90	8,133.25	8,133.25
	8,134.90	**8,133.25**	**8,133.25**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares

Particulars		31-Mar-2018	31-Mar-2017	1-Apr-2016
At the beginning of the year	Nos.	162,665,070	162,665,070	151,539,689
Add:				
Issued during the year	Nos.	32,901	-	11,125,381
Outstanding at the end of the year	**Nos.**	**162,697,971**	**162,665,070**	**162,665,070**
At the beginning of the year	Rs. in Lakhs	8,133.25	8,133.25	7,576.98
Add:				
Issued during the year	Rs. in Lakhs	1.65	-	556.27
Outstanding at the end of the year	**Rs. in Lakhs**	**8,134.90**	**8,133.25**	**8,133.25**

Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of Rs 5/- per share. Each holder of equity shares is entitled to one vote per share. The Group declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes to consolidated financial statements
for the year ended March 31, 2018

(b) During the period of five years immediately preceding to reporting date, the Group has not

(I) issued any bonus shares
(ii) Bought back any shares

Aggregate number of share issued for consideration other than cash during the period of five years immediately preceding the reporting date:

Equity Shares

Particulars	31-Mar-2018	31-Mar-2017	1-Apr-2016
Equity Shares allotted to minority shareholders of erstwhile APAKSH Broadband Limited	32,901	-	-

15. Other Equity

(₹ In Lakhs)

Particulars		31-Mar-2018	31-Mar-2017
Securities Premium Account			
Balance as per the last financial statements		33,064.11	33,064.11
Closing Balance	**(A)**	**33,064.11**	**33,064.11**
Shares forfeited balance as per last financial statement		-	2,214.53
Less : Transfer to capital reserve Vested in the Group pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Group (Pertaining to forfeited Shares) (refer note no.45)		-	(2,214.53)
		-	-
Capital Reserves			
Balance as per the last financial statements		2,223.35	-
Add :			
Vested in the Group pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Group (Pertaining to forfeited Shares) (refer note no.45)		-	2,214.53
Vested in the Group pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Group (Pertaining to minority interest) (refer note no.45)		-	8.82
Closing Balance	**(B)**	**2,223.35**	**2,223.35**
Other reserve - Shares pending for allotment			
Balance as per the last financial statements		1.65	-
Add : Pending share allotment to minority shareholders of erstwhile APAKSH Broadband Limited pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Group (refer note no.45)		-	1.65
Less : Shares allotted during the year		(1.65)	-
Closing Balance	**(C)**	-	**1.65**
Foreign Currency Translation Reserve			
Balance as per the last financial statements		635.11	898.30
Addition during the year		68.54	(263.19)
Total Foreign Currency Translation Reserve	**(D)**	**703.65**	**635.11**
Retained Earnings			
Balance as per the last financial statements		2,172.24	1,232.25
Reserve & Surplus from subsidiaries companies			(11.33)
Vested in the Group pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Group (refer note no. 45).		-	-
Profit for the year		2,083.77	966.12
Add/(Less) Other Comprehensive Income		2.63	(14.80)
Closing Balance	**(E)**	**4,258.64**	**2,172.24**
Total Other Equity	**(A)+(B)+(C)+(D)+(E)**	**40,249.75**	**38,096.46**

Distribution proposed

(₹ In Lakhs)

Particulars	31-Mar-2018	31-Mar-2017
Proposed dividends on Equity shares :		
Cash dividend for the year ended on March 31, 2018 : Rs. 0.30 Per share (March 31, 2017 : Nil)	488.09	-
Dividend Distribution Tax (DDT) on proposed dividend	100.33	-
	588.42	-

Proposed dividend on equity shares is subject to approval at the annual general meeting and is not recognised as a liability (including DDT thereon) as at 31st March 2018.

Notes to consolidated financial statements
for the year ended March 31, 2018

16. Financial liabilities - Non-Current Borrowings

(₹ In Lakhs)

Particulars		31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current				
Borrowings				
Secured Loans				
Foreign Currency Loan from Banks		4,781.90	545.09	3,139.59
Indian Rupee Loan from Banks		5,117.59	2,772.24	405.68
Indian Rupee Loan from Others		-	-	1.51
	(A)	**9,899.49**	**3,317.33**	**3,546.78**
Unsecured Loans				
Indian Rupee Loan from Others		-	2.89	35.96
	(B)	-	**2.89**	**35.96**
Total Non-Current long term borrowings	**(A)+(B)**	**9,899.49**	**3,320.22**	**3,582.74**
The above amount includes				
Secured borrowings		9,899.49	3,317.33	3,546.78
Unsecured borrowings		-	2.89	35.96
Current maturities of long term debt				
Term Loans				
Secured Loans				
Foreign Currency Loan from Banks		1,753.15	2,615.84	2,354.85
Indian Rupee Loan from Banks		1,456.11	775.78	193.71
Indian Rupee Loan from Others		-	-	8.15
	(A)	**3,209.26**	**3,391.62**	**2,556.71**
Unsecured Loans				
Indian Rupee Loan from Others		2.89	33.07	57.48
	(B)	**2.89**	**33.07**	**57.48**
Total Current Maturities	**(A)+(B)**	**3,212.15**	**3,424.69**	**2,614.19**
The above amount includes				
Secured borrowings		3,209.26	3,391.62	2,556.71
Unsecured borrowings		2.89	33.07	57.48
Amount disclosed under the head “other financial liabilities” (refer note no.18)		(3,212.15)	(3,424.69)	(2,614.19)
		-	-	-

Indian rupee loan from bank amounting to Rs 6,573.70 lakhs (March 31, 2017: Rs 3,548.02 lakhs, April 1, 2016 : Rs 599.39 lakhs) carries interest rate ranging between 9.20% p.a. tp 11.10% p.a. and repayable in next 6 years payable in quarterly instalments. The loans are secured by way of first pari passu charge on fixed assets of the Group, second pari passu charge on current assets of the Group and further secured by personal guarantee of Dr. Kailash S Choudhari.

Foreign currency term loan from bank amounting to Rs.6,535.06 lakhs (March 31, 2017: Rs.3,160.93 lakhs, April 1, 2016: Rs.5,494.44 lakhs) carries interest rate ranging between 4 % to 7% p.a. and repayable in next 6 years payable in quarterly instalments. The loans are secured by way of first pari passu charge on fixed assets of the Group, second pari passu charge on current assets of the Group and further secured by personal guarantee of Dr. Kailash S Choudhari.

Term loan from others includes Indian rupee loan from Others includes term loan from Hewlett Packard amounting to Rs 2.89 lakhs (March 31, 2017: Rs 35.96 lakhs, April 1, 2016 : Rs 93.44 lakhs) which carries fixed interest @ 13.68% and repayable in next one year in equal monthly instalment.

17. Financial liabilities - Trade Payables

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current			
Trade Payables (including acceptances) (refer note no. 41 for details of dues to Micro, Small and Medium enterprises)	138.90	249.36	403.59
	138.90	**249.36**	**403.59**
Current			
Trade Payables (including acceptances) (refer note no. 41 for details of dues to Micro, Small and Medium enterprises)	11,353.24	10,388.58	7,293.13
	11,353.24	**10,388.58**	**7,293.13**

Trade payables are generally non-interest bearing and are generally on terms of 30 to 90 days.

Notes to consolidated financial statements
for the year ended March 31, 2018

18. Other Financial Liabilities

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current			
Interest accrued but not due on borrowings / trade payables	27.10	47.21	74.19
Total Non-Current financial liabilities	**27.10**	47.21	74.19
Current			
Current maturities of long term debt (Refer Note No. 16)	3,212.15	3,424.69	2,614.19
Interest accrued but not due on borrowings / trade payables	43.05	105.24	149.04
Unclaimed Dividend 2013-14*	1.46	1.46	1.46
0 % Security Deposits	613.59	427.75	475.61
Others	4,084.57	1,195.16	885.87
Total Current financial liabilities	**7,954.82**	**5,154.30**	**4,126.17**

*Unclaimed dividend will be deposited in Investor Education and Protection fund as and when due

19. Provisions

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Non-Current			
Provision for Gratuity & Compensated Absences	292.94	259.37	340.17
	292.94	**259.37**	**340.17**
Current			
Provision for Gratuity & Compensated Absences	29.73	8.78	10.38
	29.73	**8.78**	**10.38**

20. Short Term Borrowings

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Secured Loans			
Working capital facilities from Banks	6,544.27	3,709.15	2,821.44
Buyer's Credit from Banks	540.45	184.66	521.73
Loan from Others	0.00	497.93	547.93
Liability towards bills discounted from Bank	96.13	89.24	264.61
Unsecured Loans			
Inter corporate deposit from others	250.00	250.00	200.00
Loan from others	787.82	785.55	-
Liability towards bills discounted from Bank/others	5,682.58	2,731.88	4,055.19
	13,901.25	**8,248.41**	**8,410.90**
Total secured loans	7,180.85	4,480.98	4,155.71
Total unsecured loans	6,720.40	3,767.43	4,255.19

Working capital facilities from banks are secured by way of first pari-passu charge on hypothecation of raw materials, work-in-progress, finished goods and trade receivables both present and future and second pari-passu charge on the fixed assets of the Group. These facilities are further secured by way of first pari-passu charge on the immovable properties of the Group and personal guarantee of Dr. Kailash S. Choudhari. The cash credit is repayable on demand and credit carries interest in the range of 9.25% to 11.10 % p.a.

Buyer's credit are secured by hypothecation of raw materials, work-in-progress, finished goods and trade receivables and carry interest @ 4% - 5% p.a. (excluding hedging premium).

Inter corporate deposits from other are repayable on demand and carries interest @ 15% p.a.

Bills Discounting are unsecured and carries carries interest @ 9 %- 10% p.a.

Loan from others are secured by way of exclusive charge on Plant and Machinery of the erstwhile APAksh Broadband Limited (Vested in the Company pursuant to Scheme of Arrangement for Amalgamation of erstwhile APAksh Broadband Limited with the Company) covered under loan agreement and personal guarantee of Dr Kailash S. Choudhari.

21. Other Current Liabilities

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	1-Apr-2016
Advance from Customers	1,078.62	831.43	114.07
Others	650.46	703.49	218.94
	1,729.08	**1,534.92**	**333.01**

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Notes to consolidated financial statements

for the year ended March 31, 2018

22. Revenue From Operations

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Revenue from operations (inclusive of excise duty)		
Sale of products		
- Finished goods	56,125.77	45,438.18
- Traded goods	2,143.64	1,757.70
Sale of services	2,719.92	2,488.93
Other operating revenue		
- Scrap sales	100.96	54.17
- Export Incentives	838.18	676.59
- Exchange Fluctuation	551.75	558.13
- Other operating revenue	1.29	4.53
	62,481.51	**50,978.23**

23. Other Income

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Interest income		
on deposits	146.80	188.98
on other advances	72.53	50.18
Other Income	-	195.39
	219.33	**434.55**

24. Cost of raw material and components consumed

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Inventory at the beginning of the year	1,613.61	1,775.80
Add: Purchases	38,921.44	32,934.59
	40,535.05	34,710.39
Less: inventory at the end of the year	2,029.14	1,613.61
Cost of raw material and components consumed	**38,505.91**	**33,096.78**

25. Details of purchase of traded goods

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Telecom & electronic items	1,632.40	1,529.78
	1,632.40	**1,529.78**

26. (Increase)/ decrease in inventories

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Inventories at the end of the year		
Finished/Traded goods	1,303.63	389.86
Semi Finished goods	1,758.72	2,497.24
	3,062.35	**2,887.10**
Inventories at the beginning of the year		
Finished/Traded Goods {Vested in the Group pursuant to acquisition of 100% shares of Aksh Composites Private Limited (Formerly known as Unitape Mandovi Composites Private Limited)}		27.59
Finished/traded goods	389.86	91.70
Semi finished goods	2,497.24	406.48
	2,887.10	**525.77**
	(175.25)	**(2,361.33)**

27. Employee benefits expense

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Salaries, wages and bonus	3,267.97	2,713.33
Contribution to provident and other funds	239.73	168.50
Gratuity	78.84	105.51
Staff welfare expenses	243.16	183.21
Directors' Remuneration	128.14	249.57
	3,957.84	**3,420.12**

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for the year ended March 31, 2018

28. Finance costs

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Interest on Cash Credit	543.36	393.60
Interest on Term Loan	580.36	204.45
Interest Others	415.49	477.19
Bank Charges	404.62	379.91
	1,943.83	**1,455.15**

During the year, the Group has capitalised borrowing costs of Rs. 249.25 lakhs (March 31, 2017: Rs. 61.77 lakhs) incurred on the borrowings specifically availed for expansion of production facilities. The interest expense disclosed above is net of the interest amount capitalised.

29. Depreciation and amortisation expense

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Depreciation of Property, Plant & Equipment	2,081.80	1,909.10
Amortisation of intangible assets	272.85	257.13
	2,354.65	**2,166.23**

30. Other expenses

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Consumption of stores and spares	636.90	499.83
Increase/(Decrease) in Excise Duty Provision on Stock	(20.39)	15.06
Power & Fuel	1,394.06	989.50
Packing Material Consumed	2,698.18	2,202.21
Repair & Maintenance		
- Plant & Machinery	102.11	58.19
- Buildings	34.23	16.40
- Others	77.42	72.97
Sub-contracting expenses	1,957.98	1,730.98
Marketing & Service Charges	800.17	514.37
Freight & Cartage (Outward)	535.54	613.02
Travelling & Conveyance	492.56	334.81
CSR Expenditure	63.94	76.45
Postage & Telephone	67.65	77.38
Insurance	121.31	76.67
Rent	206.19	201.96
Professional & Legal Expenses	350.18	209.44
Auditors' Remuneration	49.55	55.62
Provision for doubtful debts	87.73	-
Other Expenses	913.98	551.32
	10,569.29	**8,296.18**
Less : Transfer to Capital Asset/ Capital Work in Progress	57.75	82.22
	10,511.54	**8,213.96**

Details of CSR Expenditure

(₹ In Lakhs)

		31-Mar-2018	31-Mar-2017
a) Gross amount required to be spent during the year		62.58	65.03
b) Amount Spent during the year ending on March 31, 2018	**In Cash**	**Yet to be paid in cash**	**Total**
i) Construction/acquisition of an asset	-	-	-
ii) on Purchase other than (i) above	63.94	-	63.94
c) Amount Spent during the year ending on March 31, 2017			
i) Construction/acquisition of an asset	-	-	-
ii) on Purchase other than (i) above	76.45	-	76.45

Payment to Auditor

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
As auditor:		
Audit fee	44.03	39.19
Tax audit fee	-	4.00
In other capacity:		
Taxation matters	-	5.94
Other services (certification fees)	0.20	5.07
Reimbursement of expenses	5.32	1.42
	49.55	**55.62**

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Notes to consolidated financial statements

for the year ended March 31, 2018

31. Exceptional (expense)/income

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Foreign Exchange Fluctuations	(62.25)	26.11
Profit/(Loss) on sale of fixed assets	(7.87)	(13.19)
Balances written off	(9.83)	0.62
	(79.95)	**13.54**

32. Employee benefits

Defined benefit plans

Gratuity:

The Group provides for gratuity for employees in India as per Payment of gratuity act, 1972 and Provision for gratuity in case of employees worked in India determined based on actuarial valuation using projected unit credit method. However, Liability of gratuity on employees worked outside India determined as per applicable laws in relevant countries.

Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with Life Insurance Corporation of India in the form of a qualifying insurance policy.

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Changes in the present value of the defined benefit obligation are, as follows:

(₹ In Lakhs)

	Gratuity Funded	Compensated absences
Defined benefit obligation at April 1 2016	**218.40**	**67.91**
Interest expense	17.47	5.43
Service cost	37.73	20.67
Benefits paid	(2.48)	(2.26)
Actuarial (gain)/ loss on obligations	23.84	1.85
Defined benefit obligation at March 31, 2017	**294.96**	**93.60**
Interest expense	22.24	7.06
Service cost	44.37	25.16
Past Service Cost including curtailment Gains /Losses	13.80	-
Benefits paid	(2.52)	(15.95)
Actuarial (gain)/ loss on obligations	(3.29)	(4.43)
Defined benefit obligation at March 31, 2018	**369.56**	**105.44**

Reconciliation of fair value of plan assets and defined benefit obligation:

(₹ In Lakhs)

	Gratuity Funded	Compensated absences
Present value of obligation	218.40	67.91
Fair value of plan assets	69.09	-
Net assets / (liability) recognized in balance sheet as provision as at April 1, 2016	**(149.31)**	**(67.91)**
Present value of obligation	294.96	93.60
Fair value of plan assets	133.32	-
Net assets / (liability) recognized in balance sheet as provision as at March 31, 2017	**(161.64)**	**(93.60)**
Present value of obligation	369.56	105.44
Fair value of plan assets	208.95	-
Net assets / (liability) recognized in balance sheet as provision as at March 31, 2018	**(160.61)**	**(105.44)**

Amount recognised in Statement of Profit and Loss:

(₹ In Lakhs)

	Gratuity Funded	Compensated absences
Current service cost	37.73	20.43
Net interest expense	11.95	5.43
Net actuarial (gain) / loss recognised in the period	-	1.87
Amount recognised in Statement of Profit and Loss for year ended March 31, 2017	**49.68**	**27.73**
Current service cost	58.17	23.94
Net interest expense	12.19	7.06
Net actuarial (gain) / loss recognised in the period	-	(4.43)
Amount recognised in Statement of Profit and Loss for year ended March 31, 2018	**70.36**	**26.57**

Notes to consolidated financial statements
for the year ended March 31, 2018

Amount recognised in Other Comprehensive Income:

(₹ In Lakhs)

	Gratuity Funded	Compensated absences
Actuarial (gain)/ loss on obligations	(23.84)	-
Return on plan assets (excluding amounts included in net interest expense)	1.20	-
Amount recognised in Other Comprehensive Income for year ended March 31, 2017	**(22.64)**	-
Actuarial (gain)/ loss on obligations	3.30	-
" Return on plan assets (excluding amounts included in net interestexpense) "	0.57	-
Amount recognised in Other Comprehensive Income for year ended March 31, 2018	**3.87**	-

Changes in the fair value of plan assets are, as follows:

(₹ In Lakhs)

	Gratuity Funded	Compensated absences
Fair value of plan assets at April 1 2016	**69.10**	-
Actual return on plan assets	6.72	-
Employer contribution	57.50	-
Fair value of plan assets at March 31, 2017	**133.32**	-
Actual return on plan assets	10.63	-
Employer contribution	65.00	-
Fair value of plan assets at March 31, 2018	**208.95**	-

The major categories of plan assets of the fair value of the total plan assets are as follows:

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Investment Details	Gratuity	Gratuity	Gratuity
Funds Managed by Insurer	100%	100%	100%

The principal assumptions used in determining gratuity obligations for the Group's plans are shown below:

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Average Past Service	6.08	6.54	6.93
Average Age	33.88	34.29	34.54
Average remaining working life	24.12	23.71	23.46
Weighted average duration of PBO	18.52	18.36	17.96
Discounting rate	7.71%	7.54%	8%
Future salary Increase	5.50%	5.50%	5.50%

Sensitivity analysis:

Sensitivity Analysis of the defined benefit obligation - Gratuity Plan

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Impact on defined benefit obligation	**369.56**	**294.96**	**218.40**
Delta effect of +0.5% change in discount rate	(20.04)	(17.27)	(12.91)
Delta effect of -0.5% change in discount rate	21.76	18.80	14.05
Delta effect of +0.5% change in salary increase	18.56	19.09	14.33
Delta effect of -0.5% change in salary increase	(17.39)	(17.68)	(13.27)

Sensitivity Analysis of the defined benefit obligation - Compensated absences

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Impact on defined benefit obligation	**105.44**	**93.60**	**67.91**
Delta effect of +0.5% change in discount rate	(6.82)	(5.61)	(4.02)
Delta effect of -0.5% change in discount rate	7.49	6.14	4.40
Delta effect of +0.5% change in salary increase	7.62	6.23	4.48
Delta effect of -0.5% change in salary increase	(7.00)	(5.74)	(4.13)

Defined contribution plans

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017
Employer's Contribution to Provident Fund	187.82	140.74
Employer's Contribution to ESI	9.08	3.44
Employer's Contribution to NPS	42.83	24.32
	239.73	168.50

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Notes to consolidated financial statements
for the year ended March 31, 2018

33. Segment information

Ind AS 108 establishes standards for the way that companies report information about operating segments and related disclosures about products and services, geographic areas, and major customers. The Company's operations pre-dominantly relate to manufacturing, services and trading of goods. The Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on analysis of various performance indicators pertaining to business. The accounting principles used in preparation of the financial statements are consistently applied to record revenue and expenditure in segment information, and are as set out in the significant accounting policies. The information about business segments are given below:

(B) Primary segment

		Manufacturing		Services		Trading		Total	
		31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17	31-Mar-18	31-Mar-17
1	**Segment Revenue (net)**								
	External Turnover	57,710.92	46,753.47	2,633.57	2,467.06	2,137.02	1,757.70	62,481.51	50,978.23
	Inter Segment Turnover	405.84	138.13	-	-	-	-	-	-
	Total Revenue	**58,116.76**	**46,891.60**	**2,633.57**	**2,467.06**	**2,137.02**	**1,757.70**	**62,481.51**	**50,978.23**
2	**Segment Results before Interest and Taxes**	**5,932.94**	**4,078.48**	**(1,410.94)**	**(983.08)**	**535.20**	**295.97**	**5,057.20**	**3,391.37**
	Less : Finance Costs							1,943.83	1,455.15
	Add : Interest Income							245.68	249.73
	Add : Exceptional Items							(79.95)	13.54
	Add/(Less): Unallocated (Expenses)/Income							(22.65)	(382.76)
	Profit before Tax							**3,256.46**	**1,816.73**
3	**Other Information**								
	Segment Assets	52,466.03	33,997.70	24,123.80	23,820.03	5,592.76	5,434.98	82,182.59	63,252.71
	Unallocated Assets	-	-	-	-	-	-	11,887.16	12,586.51
	Total Assets	**52,466.03**	**33,997.70**	**24,123.80**	**23,820.03**	**5,592.76**	**5,434.98**	**94,069.75**	**75,839.22**
	Segment Liabilities	40,958.82	23,546.01	4,095.96	5,552.53	271.77	223.70	45,326.55	29,322.24
	Unallocated Liabilities							358.55	287.27
	Share Capital & reserves							48,384.65	46,229.71
	Total Liabilities	**40,958.82**	**23,546.01**	**4,095.96**	**5,552.53**	**271.77**	**223.70**	**94,069.75**	**75,839.22**
	Depreciation and Amortization	883.74	726.87	1,470.91	1,434.58	-	4.78	2,354.65	2,166.23

Note :-
Total Revenue is after elimination of inter segment turnover of Rs. 405.84 Lakhs (31.03.2017 : Rs. 138.13 Lakhs)

(B) Secondary segment

(₹ In Lakhs)

Geographical Information	31-Mar-2018	31-Mar-2017
(1) Revenue from external customer		
Within India	36,814.19	28,880.91
Outside India	25,667.32	22,097.32
Total Revenue as per statement of profit and loss	**62,481.51**	**50,978.23**
The revenue information above is based on the locations of the customers		
(2) Non currnet Operating assets		
Within India	33,405.04	25,806.78
Outside India	7,909.30	3,102.63
Total	**41,314.34**	**28,909.41**

** Non-Current Operating Assets for this purpose consist of Property, Plant & Equipment, Capital work in progress and Intangible Assets.

(C) Revenue from one customer in India amounted to Rs. 14,411.70 Lakhs

34. Related party transactions

In accordance with the requirements of Indian Accounting Standard (Ind AS) - 24 'Related Party Disclosures' the names of the related party where control exists/ able to exercise significant influence along with the aggregate transactions and year end balance with them as identified by the management in the ordinary course of business and on arms' length basis are given below:

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(a) Key Management personnel (KMP) and their relatives:
- Dr. Kailash S. Choudhari (Chairman)
- Mr. Satyendra Gupta (Deputy Managing Director w.e.f 28.05.2016)
- Mr. B.R.Rakhecha (Independent Director)
- Mr Amrit Nath (Independent Director)
- Mr Dinesh Kumar Mathur (Independent Director till 12.08.2017)
- Ms. Devika Raveendran (Independent Director)
- Mr. Gauri Shankar (Independent Director w.e.f. 08.04.2017)
- Mr. Ashok Jain (Managing Director till 16.09.2016)
- Ms. Apporva Jain (till 16.09.2016)
- Mr. Vidhi Lalla (till 16.09.2016)
- Mr. Gaurav Mehta (Chief- Corporate Affairs & Company Secretary)
- Mr. Pawan Kumar Gambhir (Chief Financial Officer w.e.f 28.05.2016)

(b) Enterprise over which personnel referred in (a) aforementioned exercise significant influence :-
- Machine and Control (till 16.09.2016)
- Unitape UK (related till 15.09.2016)

(c) Transaction with related parties

(₹ In Lakhs)

Nature of Transaction	KMP	Others	Total
Short term employee benefits	710.26		710.26
	688.88		688.88
Post employment benefits #	-		-
	10.08		10.08
Loan taken	-		-
	22.00	2.00	24.00
Sitting fees	12.08		12.08
	9.74		9.74
Services received	58.50		58.50
	45.17		45.17
Share application money	-		-
	3.00		3.00
Interest paid			
	0.20	0.91	1.11

Note : Figures in italic represents previous year

As the liabilities for gratuity and leave encasement are provided on an actuarial basis for the Company as a whole, the amounts pertaining to the Key Management Personnel are not included above.

(d) Balance due (to)/ from

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
KMP			
Trade and other Payables	(74.93)	(6.73)	(47.74)

35. Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity shareholders of the Group by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit for the year attributable to the equity shareholders of the Group by weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

	31-Mar-2018	31-Mar-2017
Profit for the year (In Lakhs)	2,083.77	966.12
Weighted average number of equity shares in calculating basic EPS (absolute value in number)	162,697,971	162,665,070
Effect of dilution (absolute value in number)	-	32,901
Weighted average number of equity shares in calculating basic EPS (absolute value in number)	162,697,971	162,697,971
Earning per share		
Basic EPS (on nominal value of Rs. 5 per share) Rs./share (Rs.)	1.28	0.59
Diluted EPS (on nominal value of Rs. 5 per share) Rs./share (Rs.)	1.28	0.59

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36. Significant accounting judgements, estimates and assumptions

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, accounting disclosures and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Income taxes

The Group is subject to income tax laws as applicable in India. Significant judgment is required in determining provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

In assessing the realisability of deferred tax assets, management considers whether it is probable, that some portion, or all, of the deferred tax assets will not be realised. The ultimate realisation of deferred tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the projected future taxable income and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable incomes over the periods in which the deferred tax assets are deductible, management believes that it is probable that the Group will be able to realise the benefits of those deductible differences in future.

Employee benefit obligations

The cost of the defined benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in note 32.

Contingencies

Management judgement of contingencies is based on the internal assessments and opinion from the consultants for the possible outflow of resources, if any.

37. Leases

Operating Lease :

The Group has entered into various lease agreements. The lease term is for periods of three to five and above five years and renewable at the option of both the parties.

Future minimum lease payments as per contracts are as follows :

Future minimum rentals payable under non cancellable operating leases are as follows:

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
With in one year	396.79	117.69	45.15
After one year but not more than five years	854.22	232.65	-
More than five years	2,085.12	-	-
	3,336.13	**350.34**	**45.15**

38. Capital & other commitments

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	6,700.90	7,180.40	5,673.64
Outstanding export obligation under EPCG scheme	2,646.29	1,850.51	-

The Group has other commitments for purchase orders which are issued after considering requirements as per operating cycle for purchase of services, employee benefits. The Group does not have any long term commitment or material non-cancellable contractual commitments/contracts with respect to contractual expenditure which might have a material impact on the financial statements.

For commitments relating to lease arrangements please refer note no. 37

Notes to consolidated financial statements

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39. Contingent liabilities

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Disputed Liabilities in appeal			
Sales tax matters	93.73	31.81	124.88
Service tax	67.81	239.05	232.89
Excise / custom duty	187.92	246.61	555.08
Income tax matters	92.72	103.32	91.01
Others	2,120.48	174.00	177.03
Outstanding amount of duty saved against advance license	992.77	1,338.01	-
Outstanding amount of duty saved against EPCG scheme	441.05	346.07	-
Corporate guarantees given	40.90	40.90	-

40. Derivatives Instruments

A. Forward contracts outstanding as at the reporting date:-

(Amount In Lakhs)

	Currency	31-Mar-2018	31-Mar-2017	01-Apr-2016
Forward contracts to sell	USD	27.75	38.75	34.25
	EURO	-	-	1.00
Forward contracts to buy	USD	8.36	-	3.33
	GBP	-	10.00	-

B. Particulars of foreign currency receivable as at the reporting date

(Amount In Lakhs)

	Currency	31-Mar-2018	31-Mar-2017	01-Apr-2016
Export of goods	USD	92.37	79.42	89.46
	EURO	8.59	4.87	6.65
	GBP	-	0.02	0.02
	RINGGIT	-	-	22.10
Advance to Vendor	USD	2.74	21.53	4.02
	EURO	1.48	0.17	1.71
	AED	0.02	0.02	-
	GBP	0.31	2.33	0.94
	RINGGIT	-	-	0.89
Loan and advances to related party	USD	70.80	40.80	37.80
	AED	3.98		
Interest receivable on advances	USD	31.28	28.45	26.46

C. Particulars of foreign currency payable as at the reporting date

(Amount In Lakhs)

	Currency	31-Mar-2018	31-Mar-2017	01-Apr-2016
Import of goods and services	USD	50.79	30.48	22.50
	EURO	4.73	8.63	9.81
	RINGGIT	-	0.09	-
	GBP	0.55		
Advance from customers	USD	15.69	10.33	1.11
	EURO	0.17	0.56	0.71
Buyer's Credit	USD	8.33	2.86	7.87
Bill Discounting	USD	2.04	-	-
Term Loan	USD	18.50	33.32	61.88
	EURO	32.20	-	-

41. Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year.	-	-	4.85
Principal amount due to micro and small enterprises	-	-	4.85
Interest due on above	-	-	-
The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	-	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	-	-	-

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42. Financial risk management objectives and policies

The Group's principal financial liabilities, other than derivatives, comprise loans and trade payables. The main purpose of these financial liabilities is to raise finance for the Group's operations. The Group has various financial assets such as trade receivables, bank balances and short-term deposits, which arise directly from its operations.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments and derivative financial instruments.

(i) Interest rate risk

"Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes inmarket interest rates. The Group exposure to the risk of changes in market interest rate primarily relates to the Grouplong-term debt obligations with floating interest rates."

"The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's borrowings with floating interest rates. The Group's policy is to manage its interest cost using a mix of fixed, floating rate borrowings."

The following reflects the income and share data used in the basic and diluted EPS computations:

(₹ In Lakhs)

	Increase /Decrease in Basis points	Effect on profit before tax
31-Mar-18		
Base Rate	+50	(74.33)
Base Rate	-50	74.33
31-Mar-17		
Base Rate	+50	(48.47)
Base Rate	-50	48.47

Sensitivity is calculated based on the assumption that amount outstanding as at reporting dated were utilised for the whole financial year.

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency).

The Group has sales and purchases from outside India. The Group has transactional currency exposures arising from sales and purchases by an operating unit in currencies other than the unit's functional currency. Accordingly, the Group's financial state of affairs can be affected significantly by movements in the USD or any other currency exchange rates. The Group enters into derivative transactions, primarily in the nature of forward currency contracts on import payables. The purpose is to manage currency risks arising from the Group's operations.

The following reflects the income and share data used in the basic and diluted EPS computations:

(₹ In Lakhs)

	Changes in USD	Effect on profit before tax	Changes in Euro	Effect on profit before tax
31-Mar-18				
	+5%	275.86	+5%	(108.08)
	-5%	(275.86)	-5%	108.08
31-Mar-17				
	+5%	180.42	+5%	(14.34)
	-5%	(180.42)	-5%	14.34

B. Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.

(i) Trade Receivables

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment.

(ii) Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Group's Board of Directors on an annual basis, and may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Group's maximum exposure to credit risk for the components of the balance sheet at March 31, 2018 and March 31, 2017 is the carrying amounts of each class of financial assets except for financial guarantees and derivative financial instruments. The Group's maximum exposure relating to financial derivative instruments is noted in note no. 40 and the liquidity table below:

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for the year ended March 31, 2018

C. Liquidity risk

Liquidity risk is the risk that the Group may encounter difficulty in meeting its present and future obligations associated with financial liabilities that are required to be settled by delivering cash or another financial asset. The Group objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral obligations. The Group requires funds both for short-term operational needs as well as for long-term investment programs mainly in growth projects. The Group closely monitors its liquidity position and deploys a robust cash management system. It aims to minimise these risks by generating sufficient cash flows from its current operations, which in addition to the available cash and cash equivalents, liquid investments and sufficient committed fund facilities, will provide liquidity.

The liquidity risk is managed on the basis of expected maturity dates of the financial liabilities. The average credit period taken to settle trade payables is about 60 - 90 days. The other payables are with short-term durations. The carrying amounts are assumed to be reasonable approximation of fair value. The table below summarises the maturity profile of the Group financial liabilities based on contractual undiscounted payments:

Foreign currency sensitivity

(₹ In Lakhs)

	Payable on demand	0-12 months	1-5 years	> 5 years	Total
As at March 31, 2018					
Borrowings	6,794.27	10,319.13	9,899.49	-	27,012.89
Trade payables		11,353.24	138.90		11,492.14
Other financial liabilities	-	4,755.29	27.10		4,782.39
	6,794.27	**26,427.66**	**10,065.49**	**-**	**43,287.42**
As at March 31, 2017					
Borrowings	3,959.15	7,717.45	3,320.22	-	14,996.82
Trade payables	-	10,388.58	249.36		10,637.94
Other financial liabilities	-	1,739.74	47.21		1,786.95
	3,959.15	**19,845.77**	**3,616.79**	**-**	**27,421.71**
As at April 1 2016					
Borrowings	3,021.44	8,003.64	3,582.74	-	14,607.82
Trade payables	-	7,293.13	403.59		7,696.72
Other financial liabilities	-	1,511.98	74.20		1,586.18
	3,021.44	**16,808.75**	**4,060.53**	**-**	**23,890.72**

43. Capital management

The purpose of the Group capital management, equity includes issued equity capital and all other equity reserves attributable to the equity holders of the Group. The primary objective of the Group capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total equity. The Group policy is to keep the gearing ratio optimum. The Group includes within net debt, interest bearing loans and borrowings.

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Borrowings	27,012.89	14,996.81	14,607.83
Less: Cash and cash equivalents	2,974.09	2,095.56	2,503.02
Net debt	**24,038.80**	**12,901.25**	**12,104.81**
Total equity	48,197.24	46,229.71	45,542.43
Gearing ratio	**49.88%**	**27.91%**	**26.58%**

In order to achieve this overall objective, the Group capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2018 and March 31, 2017.

44. Fair Values

(₹ In Lakhs)

	31-Mar-2018	31-Mar-2017	01-Apr-2016
Derivative instruments			
Carrying value	18.99	116.62	44.08
Fair Value	18.99	116.62	44.08

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for the year ended March 31, 2018

46. First time adoption of Ind AS

These financial statements, for the year ended March 31, 2018, are the first the Group has prepared in accordance with Ind AS. The preparation of these financial statements resulted in changes to the accounting policies as compared to most recent annual financial statements prepared under Indian GAAP ("Previous GAAP"). Accounting policies have been applied consistently to all periods presented in the financial statements. They have also been applied in preparing the Ind AS opening balance sheet as at April 1 2016 for the purpose of transition to Ind AS and as required by Ind AS 101.

This note explains the principal adjustments made by the Group in restating its Previous GAAP financial statements, including the balance sheet as at April 1 2016 and March 31, 2017 and statement of profit and loss for the year ended March 31, 2017.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices, for example listed equity instruments, traded bonds and mutual funds that have quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques that maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The following table presents assets and liabilities measured at fair value at March 31, 2018 and March 31, 2017

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2018; March 31, 2017 and April 1 2016

	Level 1	Level 2	Level 3
Derivative			
At March 31, 2018	-	18.99	-
At March 31, 2017	-	116.62	-
At April 1 2016	-	44.08	-

There are no transfers among levels 1, 2 and 3 during the year.

45. Accounting for Amalgamation of APAksh Broadband Limited (APAKSH) with the Group.

Pursuant to the Scheme of Arrangement for Amalgamation of the erstwhile APAksh Broadband Limited (99.92% subsidiary of the Group) with the Group, as approved by the shareholders and subsequently sanctioned by the Hon'ble National Group Law Tribunal (NCLT) vide its order dated November 08, 2017, which became effective on November 10, 2017 on filing of the certified copy of the order of the Hon'ble National Group Law Tribunal in the office of Registrar of Companies, all the properties, assets, both movable and immovable, liabilities including contingent liabilities of erstwhile APAKSH have without further act or deed, been transferred to and vested in the Group at their book values, as a going concern with effect from the appointed date April 1, 2016.

Consequent to the Scheme of arrangement for Amalgamation, 225,950,000 equity shares of Rs. 5 each of APAKSH held by the Group stands cancelled and 32,901 equity share of Rs. 5/- will be allotted to the minority shareholders of erstwhile APAKSH (25 Equity shares of AKSH for every 133 shares of APAKSH) and accordingly Rs. 1.65 lakhs has been shown under other equity - share pending for allotment as 31st March 2017.

For giving effect to the amalgamation in the nature of merger the "Pooling of Interest" method as prescribed by the Accounting Standard-14 " Accounting for amalgamation" notified in the Companies (Accounting Standards) rules, was followed in the previous year where in, the assets and liabilities including contingent liabilities as at April 1, 2016 of the erstwhile APAKSH (being the year when pending effectuation of the Scheme, the business and activities of erstwhile APAKSH were being run and managed in trust for the Group) for the year ended March 31, 2017 are incorporated in the accounts as per following details.

(₹ In Lakhs)

	Mar-17
Equity and liabilities	
Share capital	1.65
Reserves and surplus	1,436.19
Borrowings	547.93
Other current liabilities	7.09
Total Liabilities	**1,992.86**
Assets	
Fixed Assets including CWIP	14,838.90
Investment	(11,297.50)
Trade receivables	(1,485.42)
Cash and cash equivalents	0.54
Short-term loans and advances	(63.66)
Total Assets	**1,992.86**

No impact on statement of profit and loss as erstwhile APAKSH has not commenced its revenue operation.

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Fair values

The fair values of trade receivables, cash and cash equivalents, other current financial asset, trade payables and other current financial liabilities are considered to be same as their carrying values due to their short term nature. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Fair value hierarchy

All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy, described as follows based on the lowest level input that is significant to the fair value measurement as whole.

A. Ind AS optional exemptions applied:

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Group has applied the following exemptions:

(a) Deemed cost
The Group has adopted Para D7AA as defined in Ind AS 101 and accordingly considered the carrying value of Property, Plant & Equipment including Capital Work in progress & Intangible Assets as deemed cost as at the transition date.

B. Ind AS mandatory exceptions

(a) Estimates
The estimates at April 1, 2016 and at March 31, 2017 are consistent with those made for the same dates in accordance with previous GAAP apart from the following items where application of previous GAAP did not require estimation:
- Impairment of financial assets based on expected credit loss model.

The estimates used by the Group to present these amounts in accordance with Ind AS reflect conditions at April 1 2016, the date of transition to Ind AS and as of March 31, 2017.
Impact of transition to Ind AS

The following is a summary of the effects of the differences between Ind AS and previous GAAP on the Group total equity and profit for the year previously reported under previous GAAP following transition to Ind AS.

(b) Classification and measurement of financial assets
Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS. Accordingly, the classification and measurement of financial assets has been made on the basis of the facts and circumstances existed at the date of transition.

Notes to consolidated financial statements

for the year ended March 31, 2018

Reconciliation of equity as at April 1 2016 (date of transition to Ind AS)

(₹ In Lakhs)

	Footnotes	Regrouped Indian GAAP	Adjustments	Ind AS
Assets				
Non-current assets				
Property, Plant and Equipment		10,154.04	-	10,154.04
Capital work-in-progress		15,077.86	-	15,077.86
Intangible assets		621.82	-	621.82
Financial assets		-		
Investments		0.05	-	0.05
Loans	(i)	108.14	(1.32)	106.82
Other Financial Assets		862.30	-	862.30
Deferred tax assets (net)	(ii)	1,892.42	(662.13)	1,230.29
Other non-current assets		627.38	0.79	628.17
		29,344.01	**(662.66)**	**28,681.35**
Current assets				
Inventories		2,486.04	-	2,486.04
Financial Assets				
Trade receivables		20,887.60	-	20,887.60
Cash and cash equivalents		167.28	-	167.28
Other Bank Balances		1,473.44	-	1,473.44
Loans		396.42	-	396.42
Other Financial Assets	(iii)	223.09	27.92	251.01
Other current assets	(i) & (iv)	16,405.14	(159.32)	16,245.82
		42,039.01	**(131.40)**	**41,907.61**
Total Assets		**71,383.02**	**(794.06)**	**70,588.96**
Equity and liabilities				
Equity				
Equity Share capital		8,133.25	-	8,133.25
Other Equity		37,888.78	(479.58)	37,409.20
Equity attributable to equity holders of the parent		**46,022.03**	**(479.58)**	**45,542.45**
Non-controlling interest		10.47	-	10.47
Total Equity		**46,032.50**	**(479.58)**	**45,552.92**
Non-current liabilities				
Financial Liabilities				
Borrowings	(iv)(b)	3,670.88	(88.14)	3,582.74
Trade Payables	(v)	540.38	(136.79)	403.59
Other Financial liabilities	(v)	103.88	(29.69)	74.19
Deferred tax assets (net)		-	-	-
Provisions		411.76	(71.59)	340.17
		4,726.90	**(326.21)**	**4,400.69**
Current liabilities				
Financial liabilities				
Borrowings		8,410.90	-	8,410.90
Trade payables		7,293.13	-	7,293.13
Other financial liabilities	(vi)	4,114.44	11.73	4,126.17
Other Current liabilities		333.01	-	333.01
Provisions		10.38	-	10.38
Current tax liabilities (net)		461.76	-	461.76
		20,623.62	**11.73**	**20,635.35**
Total Equity and liabilities		**71,383.02**	**(794.06)**	**70,588.96**

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for the year ended March 31, 2018

Reconciliation of equity as at March 31, 2017

(₹ In Lakhs)

	Footnotes	Regrouped Indian GAAP	Adjustments	Ind AS
Assets				
Non-current assets				
Property, Plant and Equipment		11,473.58	-	11,473.58
Capital work-in-progress		17,033.41	-	17,033.41
Intangible assets		402.43	-	402.43
Financial assets			-	-
Investments		0.05	-	0.05
Loans	(i)	120.49	(15.95)	104.54
Other Financial Assets		1,082.01	-	1,082.01
Deferred tax assets (net)	(ii)	1,528.55	(645.02)	883.53
Other non-current assets		2,590.57	5.20	2,595.77
		34,231.09	**(655.77)**	**33,575.32**
Current assets				-
Inventories		4,903.58	-	4,903.58
Financial Assets			-	-
Trade receivables		18,905.35	-	18,905.35
Cash and cash equivalents		149.60	-	149.60
Other Bank Balances		863.95	-	863.95
Loans		497.69	-	497.69
Other Financial Assets	(iii)	377.03	(60.67)	316.36
Other current assets	(i) & (iv)	16,801.07	(173.87)	16,627.20
Current tax assets (net)		0.17	-	0.17
		42,498.44	**(234.54)**	**42,263.90**
Total Assets		**76,729.53**	**(890.31)**	**75,839.22**
Equity and liabilities				
Equity				
Equity Share capital		8,133.25	-	8,133.25
Other Equity		38,735.56	(639.10)	38,096.46
		46,868.81	**(639.10)**	**46,229.71**
Non-current liabilities				
Financial Liabilities				
Borrowings	(iv)(b)	3,366.04	(45.82)	3,320.22
Trade Payables	(v)	320.34	(70.98)	249.36
Other Financial liabilities	(v)	62.63	(15.42)	47.21
Deferred tax liabilities (net)		0.29	-	0.29
Provisions		397.68	(138.31)	259.37
		4,146.98	**(270.53)**	**3,876.45**
Current liabilities				
Financial liabilities				
Borrowings		8,248.41	-	8,248.41
Trade payables		10,388.58	-	10,388.58
Other financial liabilities		5,154.30	-	5,154.30
Other Current liabilities	(vi)	1,515.60	19.32	1,534.92
Provisions		8.78	-	8.78
Current tax liabilities (net)		398.07	-	398.07
		25,713.74	**19.32**	**25,733.06**
Total Equity and liabilities		**76,729.53**	**(890.31)**	**75,839.22**

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Reconciliation of profit or loss for the year ended March 31, 2017

(₹ In Lakhs)

	Footnotes	Regrouped Indian GAAP	Adjustments	Ind AS
Income				
Revenue from operations	(vii)	48,987.75	1,990.48	50,978.23
Other income		439.96	(5.41)	434.55
Total income		**49,427.71**	**1,985.07**	**51,412.78**
Expenses				
Cost of raw material consumed		33,096.78	-	33,096.78
Purchase of stock in trade		1,529.78	-	1,529.78
Changes in inventories of finished goods, work-in-progress and stock in trade		(2,361.33)	-	(2,361.33)
Excise duty on sale of goods	(vii)	-	2,088.90	2,088.90
Employee benefits expense	(viii)	3,442.77	(22.65)	3,420.12
Finance costs		1,384.79	70.36	1,455.15
Depreciation and amortization expense		2,166.23	-	2,166.23
Other expense		8,211.58	2.38	8,213.96
Total expenses		**47,470.60**	**2,138.99**	**49,609.59**
Profit before exceptional items and tax		**1,957.11**	**(153.92)**	**1,803.19**
Exceptional Item's		13.54	-	13.54
Profit before tax		**1,970.65**	**(153.92)**	**1,816.73**
Income tax expense				
Current tax		1,101.07	-	1,101.07
Deferred tax		(241.20)	(9.26)	(250.46)
Total tax expense		**859.87**	**(9.26)**	**850.61**
Profit for the year		**1,110.78**	**(144.66)**	**966.12**
Other comprehensive income				
i) items that will not be reclassified to Profit or (Loss) in subsequent periods				(22.64)
ii) Income Tax relating to these items			(22.64)	7.84
Other comprehensive income for the year, net of tax		-	**(22.64)**	**(14.80)**
Total comprehensive income for the year		**1,110.78**	**(167.30)**	**951.32**

Footnotes to the reconciliation of equity as at April 1 2016 and March 31, 2017 and profit or loss for the year ended March 31, 2017

(i). Security deposits

Under previous GAAP, security deposits are recognised at transaction value. Under Ind AS, refundable security deposits are initially recognised at fair value and subsequently measured at amortised cost. The difference between transaction value and fair value at inception is recognised as prepaid expense and amortised over the tenure of the security deposit. Further, interest income is recognised in statement of profit and loss on unwinding of discount on security deposits paid.

As on April 1, 2016, the security deposit reduced by Rs. 1.32 lakhs , other non current assets increased by Rs. 0.79 lakhs and other current assets increased by Rs. 0.40 lakhs with the corresponding increase in retained earnings by Rs. 0.12 lakhs. In the statement of profit and loss for the year ended March 31, 2017, rental expense increased by Rs. 1.13 lakhs, other expense increased by Rs. 1.25 lakhs and interest on unwinding of discount on security deposits paid increased by Rs. 2.05 lakhs resulting in increase in profit for the year ended on March 31, 2017 by Rs. 0.33 lakhs. As on March 31, 2017, the security deposit reduced by Rs. 15.95 lakhs and other current assets increased by Rs. 10.29 lakhs and other non current assets increased by Rs. 5.20 lakhs.

(ii). Deferred tax asset

Previous GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the Balance Sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the Balance Sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences relating to various transition adjustments which are recognised in correlation to the underlying transaction either in retained earnings as a separate component in equity. Under Ind AS MAT represents a deferred tax asset and shall be measured at amount of credit available from tax authorities. Under previous GAAP MAT is classified under current tax assets.

As a result, net effect on deferred tax assets as on the date of transition is decreased by Rs. 662.13 lakhs and as on March 31, 2017 is decreased Rs. 645.02 lakhs.

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(iii). Derivative instruments

Under Ind-AS, the Group will do marked to market valuation for all outstating derivative contracts at each balance sheet date and record the impact (gain/loss) in the statement of profit or loss. Under previous GAAP, the difference between forward rate and spot rate at inception of forward exchange contract (i.e. Premium) is amortised over the life of the forward exchange contract. Accordingly the same adjustments needs to be reversed under Ind AS.

The marked to market of outstanding derivatives contracts on April 1 2016 results in a increase in other financial assets and increase in retained earnings by Rs. 27.92 lakhs. In Statement of profit and loss for the year ended March 31, 2017, other income decreased by Rs. 88.58 lakhs relating to marked to market valuation. As on March 31, 2017 other financial assets decreased by Rs. 60.67 lakhs.

(iv). Reclassifications

(a) The Group has in employee benefit obligations and reclassified advance recoverable in cash and kind to employee benefit obligations. As a result there is a decrease of Rs. 71.59 lakhs as on April 1, 2016 and Rs. 138.31 lakhs as on March 31, 2017, in advance recoverables with a corresponding increase in employee benefit obligation.

(b) Under previous GAAP, transaction costs incurred in connection with borrowings are amortised upfront and charged to statement of profit or loss for the period. Under Ind AS, transaction costs are included in the initial recognition amount of financial liability and charged to profit or loss using EIR. As a result, borrowings as on the date of transition are lower by Rs. 88.14 lakhs and Rs. 45.82 Lakhs as at March 31, 2017.

(c) The Group has reclassified capital reserve towards government grant received amounting to Rs. 15 lakhs to retained earnings. This represents reversal of deferred income over the useful life of the asset for which the grant has been received.

(v). Trade payable (non current)

Under Ind AS financial liabilities are measured at inception at fair value and subsequently measured at amortised cost using effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs (transaction costs and origination fees) that are an integral part of the EIR. The EIR amortisation is included in finance costs in the income statement. Whereas under previous GAAP, these were not recognised in the balance sheet. The net effect of this change is a decrease in trade payable by Rs. 136.79 lakhs and on interest payable by Rs. 29.69 lakhs as on date of transition with corresponding increase in retained earnings. In the statement of profit and loss for the year ended March 31, 2017, in there is a increase in interest expense by Rs. 70.36 lakhs and increase in foreign exchange fluctuation expense by Rs. 9.69 lakhs resulting into reduction in profit for the year ended March 31, 2017 by Rs. 60.56 lakhs. As on March 31, 2017, the trade payable reduced by Rs. 70.98 lakhs and interest payable decreased by Rs. 15.42 lakhs.

(vi). Deferred payment terms

Under previous GAAP, revenue was recognised and measured at the amount of the proceeds received. Whereas in Ind AS, revenue is measured at fair value of consideration received/ receivable. The difference between fair value of consideration and proceeds is recognised as interest expense over the deferment period. As a result, other financial liability increased by Rs. 11.73 lakhs with a corresponding decreased in retained earning as on transition date. Other current liablity increassed by Rs. 19.32 lakhs in FY 2017-18. In the statement of profit and loss for the year ended for the year ended March 31, 2017, revenue decreased by decreased by Rs. 9.84 lakhs and other income increase by 2.23 lakhs.

(vii). Revenue from operation

Under the previous GAAP, excise duty on sale of goods was reduced from sales to present the revenue from operations. Whereas, under Ind AS, this excise duty is included in the revenue from operations and the corresponding expense is included is part of total expenses. The change does not affect total equity as at April 1 2016 and profit before tax for the year ended March 31, 2017. As a result, there is an increase in revenue and expenses for the year ended March 31, 2017 by Rs. 2,088.90 lakhs.

(viii). Re-measurement of post-employment benefit obligations

Both under previous GAAP and Ind AS, the Group recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under previous GAAP, the entire cost, including actuarial gains and losses, are charged to statement of Profit and Loss. Under Ind AS, remeasurements [comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets excluding amounts included in net interest on the net defined benefit liability] are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income (OCI). The decrease in employee benefits expense for the year ended March 31, 2017 is Rs. 22.64 lakhs (tax impact Rs. 7.84 lakhs).

Under previous GAAP, the Group has not presented other comprehensive income (OCI) separately. Hence, it has reconciled previous GAAP profit or loss to profit or loss as per Ind AS. Further, previous GAAP profit or loss is reconciled to total comprehensive income as per Ind AS.

(ix). Statement of cash flows

The impact of transition from previous GAAP to Ind AS on the statement of cash flows is due to various reclassification adjustments recorded under Ind AS in Balance Sheet and Statement of Profit and loss. The transition from previous GAAP to Ind AS has not had a material impact on the statement of cash flows.

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Notes to consolidated financial statements

for the year ended March 31, 2018

47. Additional information, as required under Schedule III to the Companies Act 2013, "General instructions for the preparation of consolidated financial statements" for financial year 2017-18

	Net Assets, i.e., total assets minus total liabilities	
	As % of consolidated net assets	Amount (₹ In Lakhs)
Parent		
Aksh Optifibre Limited	53.21%	25,746.87
Subsidiaries		
Indian		
Aksh Composites Private Limited	1.95%	941.62
Foreign		
AOL FZE, (Dubai)	41.39%	20,024.82
AOL Technologies FZE, (Dubai)	2.82%	1,362.74
Aksh Technologies (Mauritius) Limited, (Mauritius)	0.64%	308.60
Total	**100.00%**	**48,384.65**

	Share in Profit or Loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated profit or loss	Amount (₹ In Lakhs)	As % of consolidated other comprehensive income	Amount (₹ In Lakhs)	As % of consolidated total comprehensive income	Amount (₹ In Lakhs)
Parent						
Aksh Optifibre Limited	97.82%	2,033.63	69.20%	1.82	97.78%	2,035.45
Subsidiaries						
Indian						
Aksh Composites Private Limited	1.20%	24.97	30.80%	0.81	1.24%	25.78
Foreign						
AOL FZE, (Dubai)	0.98%	20.32			0.98%	20.32
AOL Technologies FZE, (Dubai)						
Aksh Technologies (Mauritius) Limited, (Mauritius)						
Total	**100.00%**	2,078.92	**100.00%**	2.63	**100.00%**	2,081.55

48. With a view to have a global presence in telecom, the Company has incorporated a wholly owned subsidiary in Dubai, viz. "AOL FZE" for expansion of Companies businesses. The subsidiary Company has signed an agreement with Africa One, a Company which has been mandated to provide majority stake in Company, holding GSM licenses with spectrum in African continent for Broadband, IPTV and FTTH projects. In Compliance of the terms of the agreement, the subsidiary Company has advanced towards part consideration an amount aggregating to Rs. 11,702.86 lakhs (equivalent to AED 660.06 lakhs) {31.03.2017 : Rs 11,650.00 lakhs (equivalent to AED 660.06 lakhs), 0April 1 2016 : Rs. 11,900.82 lakhs (equivalent to AED 660.06 lakhs)}.

49. Opening balance sheet as on April 1, 2016 represents balance sheet as on 31st March 2016 considering the transitional IND AS adjustment.

The accompanying notes (1-49) are an integral part of the financial statements

As per our report of even date

For **B G G & Associates**
Firm Registration Number: 016874N
Chartered Accountants

CA Alok Kumar Bansal
Partner
Membership no.: 092854

Place: New Delhi
Date : May 30,2018

For and on behalf of the Board of Directors

Satyendra Gupta
Deputy Managing Director
DIN : 00035141

Gaurav Mehta
Chief- Corporate Affairs and Company Secretary

Dr. Kailash S. Choudhari
Chairman and Managing Director
DIN : 00023824

Pawan Kumar Gambhir
Chief Financial Officer

Notes

Safe Harbour Statement

In this annual report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements – written and oral – that we periodically make, contain forward looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion on future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. We undertake no obligation to publicly update any forward looking statements, whether as a result of new information, future events or otherwise

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